



the X-MEN

THE X-MEN MEET
FRANKENSTEIN!
'NUFF SAID!

APPROVED
BY THE
COMICS
CODE
AUTHORITY

MARVEL
COMICS
GROUP

12¢ 40
IND. JAN

MCG



"THE MARK
OF THE
MONSTER!"

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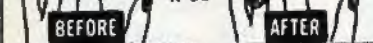
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X-MEN! THE MOST UNUSUAL FIGHTING TEAM OF ALL TIME!

"THE MARK OF THE MONSTER!"

FACTOR THREE HAS BEEN DEFEATED!!

THOUGH NO GAUDY VICTORY BANNERS WAVE IN THE COOL AUTUMN AIR—THOUGH THE VERY EARTH ITSELF REMAINS IN IGNORANCE OF THE NUCLEAR DISASTER SO NARROWLY AVERTED—THE EXTRAORDINARY X-MEN TAKE A MOMENTARY BREATH AFTER A JOB WELL DONE!

OF COURSE, THEIR IDEA OF RELAXATION IS NOT NECESSARILY THE SAME AS THAT OF US NORMAL HOMO SAPIENS—!!

GO, BEASTIE—GO!!

IF YOU LOSE YOUR BALANCE, THOSE FORCE BEAMS I JUST TURNED ON WILL KNOCK YOU CLEAR INTO NEXT YEAR'S DICTIONARY!

NO CLOWNING AROUND, BOBBY! OUR DANGER-ROOM TESTING IS SERIOUS BUSINESS!

PROFESSOR X DIDN'T DESIGN THAT MACHINE FOR OUR AMUSEMENT!

YOU MAY DISPENSE WITH THE ADMONITORY REMARKS, MR. SUMMERS!

NEITHER SLEET NOR SNOW MAY SLOW THE BOUNDING BEAST ON HIS APPOINTED ROUNDS—TO COIN A PHRASE!

SMILIN' STAN LEE EDITS AND EDIFYINGLY ENRICHES A
ROY THOMAS-DON HECK
MASTERWORK OF MOUNTING MENACE!

AMELIORATIVELY
INKED BY:
GEORGE TUSKA

ALLITERATIVELY
LETTERED BY:
ARTIE SIMEK

WHAT'S MORE, THEY DID IT ALL JUST FOR YOU, TIGER—SO TURN THE PAGE AND LIVE A LITTLE....

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HMMM...MAYBE SLEET AND SNOW CAN'T STOP MY BOASTFUL BUDDY...

BUT, LET'S SEE WHAT A LITTLE ICE ON THIS EVER-LOVIN' TIGHTROPE CABLE DOES FOR HIM!



AND, A FEW SECONDS LATER, AS THE QUICK-FREEZING FINGERS OF ICEMAN DO THEIR WORK...

DOODAS! IT WOULD SEEM THAT MY FRIGID LITTLE FRIEND IS REVERTING TO HIS DAYS AS A PRACTICAL JOKER!

THEREFORE, IT BEHOOVES ME TO ABANDON THIS PRECARIOUS PERCH--**POST HASTE!**



UNNNH! I SLIPPED--RAN PELL-MELL INTO ONE OF THOSE FORCE BEAMS!

THOK!

HOW **IGNOBLE** THAT THE GAZELLE-LIKE **BEAST** SHOULD BE SO **UNCEREMONIOUSLY CROWNED!**



UN OH! LOOKS LIKE I **GOOFED!** I'M SURE GLAD OL' HANK WASN'T HURT!

IT'D SURE BE NUTTY IF HE SURVIVED A BATTLE WITH THE **MUTANT-MASTER'S CREW**-- JUST TO GET FLATTENED BY ONE OF HIS OWN **TEAMMATES!**

I WAS JUST HAVIN' SOME **FUN, BEASTIE!** CAN'TCHA TAKE A **JOKER?**



THAT LITTLE **JOKER**, SON, JUST GAVE ME A HEADACHE THAT EVEN **EXCEDRIN** WON'T CURE!

BUT, DON'T **DESPAIR!** I PROMISE TO GIVE YOU ONE THAT WILL MAKE MINE SEEM DECIDEDLY **PALE** BY **CONTRAST!**

YEEESH! I'D SUGGEST THAT WE **TALK THIS OVER**--IF I COULD UNDERSTAND JUST WHAT YOU'RE **SAYIN'!**



NEVER FEAR, MY NON-COGNIZANT COMPEER! I SHALL OBLIGINGLY **DEMONSTRATE** WHAT I MEAN--

BEAST-- I **ALL OF YOU!** STOP CLOWNING AROUND! I WANT YOU!

WHO'S CLOWNING?

KNOCK IT OFF, YOU TWO! THAT'S THE **PROFESSOR** CALLING!

TO HIS **STUDY**-- ON THE **DOUBLE!** HE AND **MARVEL** GIRL MUST BE THERE!



BUT, SCANT SECONDS LATER, AS THE COLORFUL FOURSOME RACE THRU THE HALLWAY OF THEIR UNIQUE SCHOOL...

SLOW DOWN, BOYS-- BEFORE YOU RUN OVER ME!

JEAN! BUT, WEREN'T YOU WITH THE PROF--WORKING ON SOME KIND OF HUSH-HUSH PROJECT?

THE ANSWER TO THAT QUESTION, WARREN, IS... YES AND NO!

AND IF THAT ISN'T A TYPICAL WOMAN'S ANSWER-- I DON'T KNOW WHAT IS!

MOVE, ALL OF YOU! WE'VE GOT TIME FOR GUESSING GAMES LATER-- AFTER WE'VE SEEN WHAT THE PROFESSOR WANTS!

AND, WITHIN MOMENTS, IN THE BOOK-LINED, SECRET-SHROUDED STUDY OF THE WORLD'S MOST-MENTALLY-ADVANCED MUTANT...

I SUMMONED YOU IN SUCH HASTE, MY X-MEN, BECAUSE I'VE JUST LEARNED AN ASTONISHING PIECE OF NEWS--ONE WHICH WILL SOON SHOCK THE ENTIRE WORLD!

THE UNHOLY CREATION KNOWN AS FRANKENSTEIN'S MONSTER--HAS BEEN FOUND!

FRANKENSTEIN'S MONSTER? BUT, HE'S JUST A MYTH--SOMETHING YOU SEE ON THE LATE, LATE SHOW!

SO A COMPLACENT MANKIND HAS ALWAYS THOUGHT, BOBBY!

BUT, I'M NOT SPEAKING OF A MOVIE MONSTER! RATHER, I MEAN THE EIGHT-FOOT HUMANOID REFERRED TO IN THE NOVEL BY MARY SHELLEY!

I'VE ALWAYS BELIEVED THE BOOK WAS BASED ON AN ACTUAL OCCURRENCE--AND NOW I'M SURE OF IT!

IT'S INCREDIBLE--BUT HE MEANS IT! HE'S SO GRIM--SO INTENSE!

I CAN FEEL HIS MENTAL VIBRATIONS FROM HERE, LASS!

"NO TALKING, PLEASE--UNTIL I FINISH! JUST NOW, I WAS ENGAGED IN SOME, UH, MENTAL EXPERIMENTS--WHEN I ACCIDENTALLY INTERCEPTED A RADIO MESSAGE FROM NEAR NEW YORK HARBOR..."

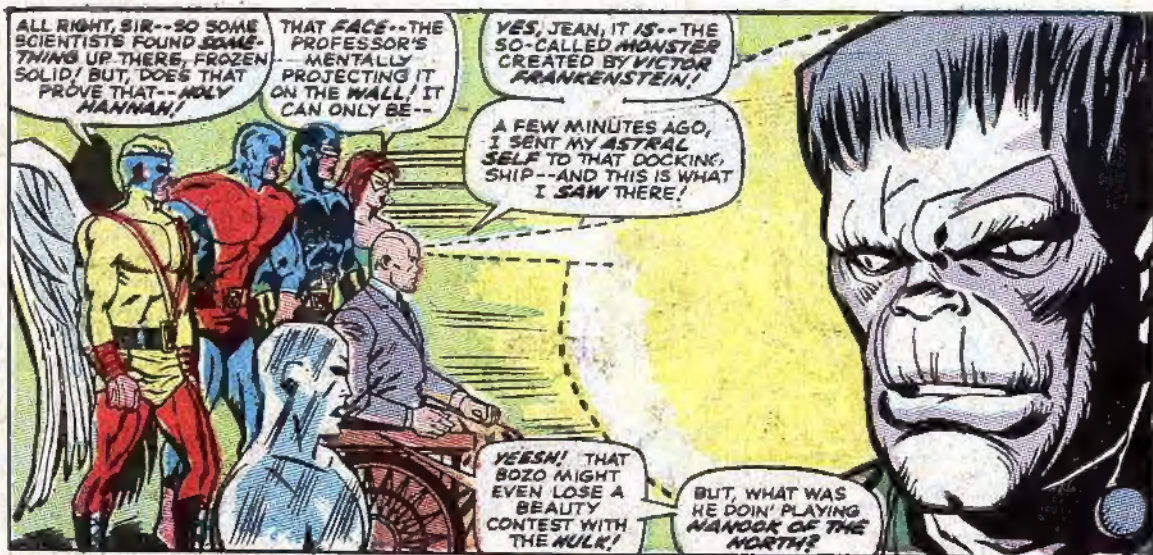
"IT TOLD OF A MAMMOTH BEING FOUND NEAR THE ARCTIC CIRCLE--ENTIRELY IMMOBILE, AND ENCASED IN SOLID ICE--"

IT'S BEYOND BELIEF! NO HUMAN EVER ATTAINED SUCH A GREAT SIZE!

WHO SAYS THAT THING'S HUMAN, DR. POWELL?

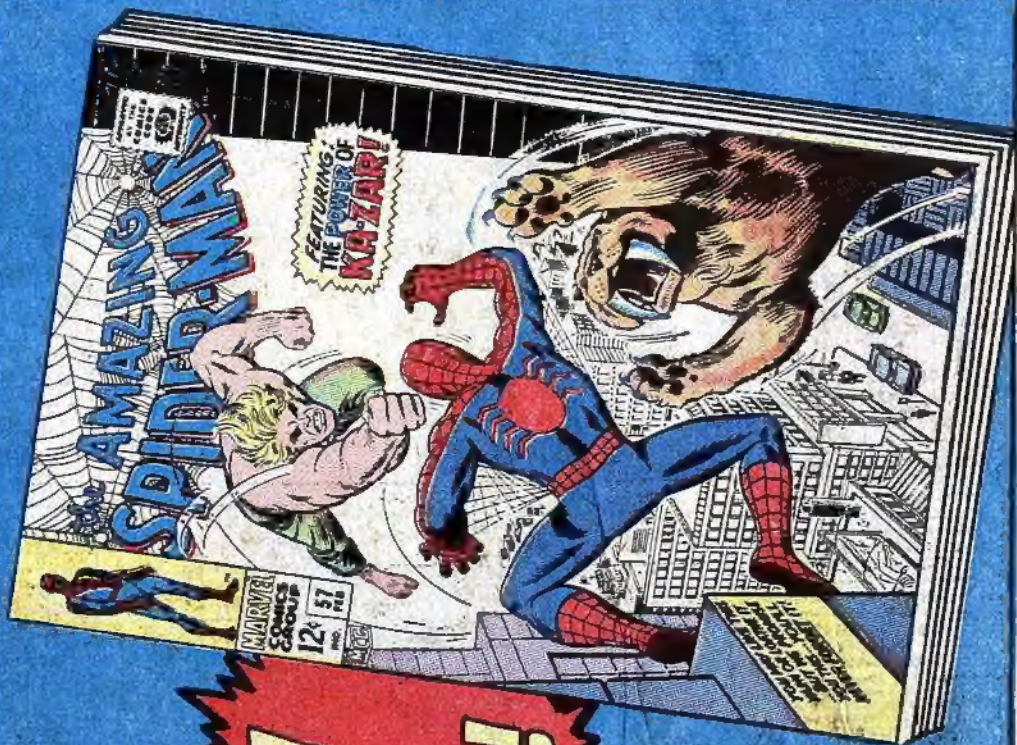
NO MATTER, WHATEVER IT IS--IT'S A MARVELOUS FIND FOR THE CITY MUSEUM OF NEW YORK!

THE MUSEUM FINANCED THIS POLAR EXPEDITION--AND THIS DISCOVERY WILL MORE THAN PAY THEM BACK!



CONTINUED AFTER NEXT PAGE

MORE TRIUMPHS FOR MARVEL...!



NOW ON SALE!

see through walls

the
man
from



S.S.S.I.S.

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AGE _____

ADDRESS _____

CITY _____

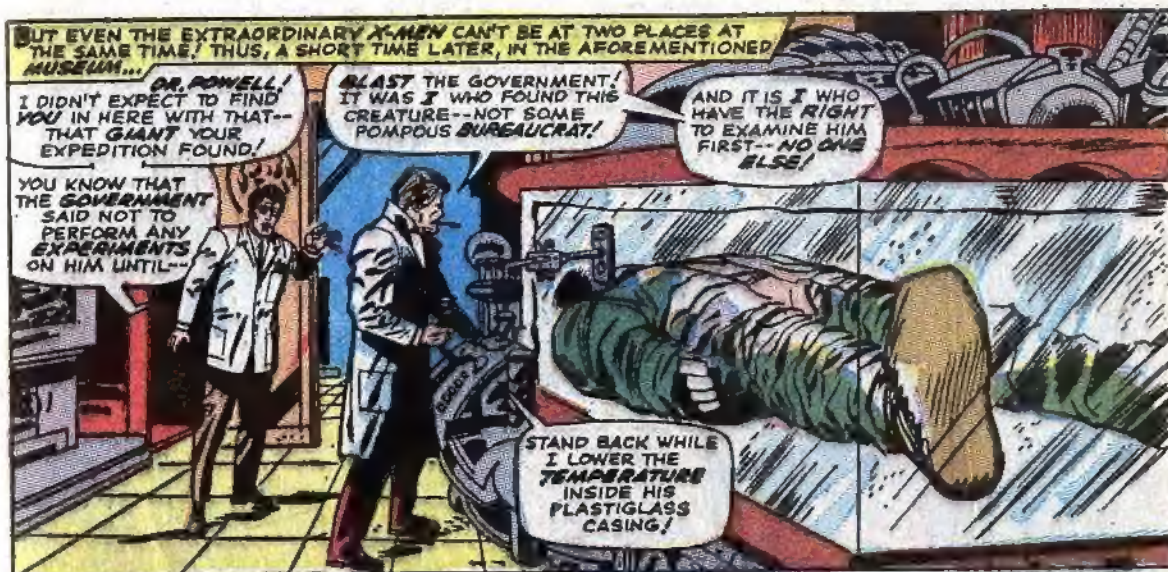
STATE _____

ZIP _____

Number of models in my collection now _____

MSL 24





BUT EVEN THE EXTRAORDINARY X-MEN CAN'T BE AT TWO PLACES AT THE SAME TIME, THUS, A SHORT TIME LATER, IN THE AFOREMENTIONED MUSEUM...

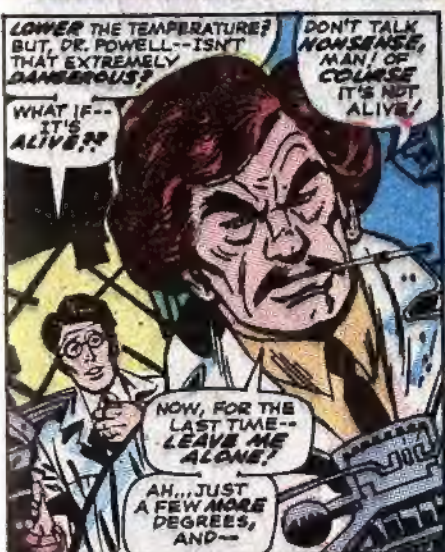
DR. POWELL!
I DIDN'T EXPECT TO FIND
YOU IN HERE WITH THAT--
THAT GIANT YOUR
EXPEDITION FOUND!

YOU KNOW THAT
THE GOVERNMENT
SAID NOT TO
PERFORM ANY
EXPERIMENTS
ON HIM UNTIL--

BLAST THE GOVERNMENT!
IT WAS I WHO FOUND THIS
CREATURE--NOT SOME
POMPOUS BUREAUCRAT!

AND IT IS I WHO
HAVE THE RIGHT
TO EXAMINE HIM
FIRST--NO ONE
ELSE!

STAND BACK WHILE
I LOWER THE
TEMPERATURE
INSIDE HIS
PLASTIGLASS
CASING!



LOWER THE TEMPERATURE?
BUT, DR. POWELL--ISN'T
THAT EXTREMELY
DANGEROUS?

DON'T TALK
NONSENSE,
MAN! OF
COURSE
IT'S NOT
ALIVE!

WHAT IF--
IT'S
ALIVE??

NOW, FOR THE
LAST TIME--
LEAVE ME
ALONE!

AH...JUST
A FEW MORE
DEGREES,
AND--



AT THAT VERY MOMENT, JUST
OUTSIDE, THE MUSEUM RECEIVES
A RELATIVELY DISTINGUISHED
VISITOR--AND FRIENDS...

PROFESSOR
XAVIER! A
PLEASURE TO
SEE YOU
AGAIN, SIR!

IT CAN'T
BE CLOSED,
GUARD! WE
MUST GET
IN--!

I'M SORRY WE'RE
CLOSED FOR THE
NIGHT! WE HAVE
SOME INTERESTING
NEW EXHIBITS,
THAT--



LIKE I SAID, SIR--I'M SORRY,
BUT I'VE GOT MY ORDERS!

MAYBE IF YOU AND
THE YOUNGSTERS
HERE WILL COME
BACK TOMORROW--

YOUNGSTERS!
IF ONLY HE
KNEW WE
WERE THE
X-MEN!

BUT, WE CAME
IN CIVVIES--SO
AS NOT TO
AROUSE ALARM!



THEN, A SHARP, SUDDEN TELEPATHIC COMMAND
EMANATES FROM PROFESSOR X...

WE DARE NOT
DELAY ANY
LONGER, JEAN!
YOU KNOW
WHAT TO DO!

HEY! WHAT
IN--? I'M
SLIPPING--!

YES,
SIR!

HATED TO SLAM
HIM AGAINST THE
DOOR TO KNOCK
HIM OUT--BUT IT
WAS THE BEST
WAY!



GOOD, JEAN! WHEN HE
WAKES, HE'LL BELIEVE
IT WAS AN ACCIDENT,
AND--WAIT!

THAT NOISE!

COULD IT BE
THAT WE'RE
--TOO
LATE?

NO! NOT IF
WE GET INTO
COSTUME
FAST ENOUGH!

YOU CAN
MENTALLY
OBSERVE
FROM HERE,
SIR!

BUT, JUST A SHORT
DISTANCE AWAY--THE
IMPOSSIBLE HAS
INDEED COME TO
PASS...

HUMAN WORMS! YOU HAVE
SERVED...YOUR PURPOSE!
YOU HAVE BROUGHT ME...
TO A NEW LAND!

NOW STAND
ASIDE...OR I
CRUSH YOU
LIKE FLEAS!

SLAM!

HE LIVES!
THE
MONSTER
LIVES!!

BUT--HE'S
ESCAPING--
SMASHING THRU
THE WALLS!
HE MUSTN'T--
OR NO ONE
WILL BE
SAFE--!

THE NEXT MOMENT, AS IF
ON CUE--ENTER THE
X-MEN!

LOOK OUT,
GUYS! HE'S
TOO BIG FOR
US TO
CHARGE
RIGHT INTO
HIM!

YOUR
ADMONISHMENT
IS WELL
TAKEN, LAD!

YOU TWO
CAN STAND
BACK AND
WATCH, IF
YOU WANT
TO--

--BUT THE
ANGEL IS
GONNA TRY A
LITTLE THING
CALLED A
FRONTAL
ASSAULT!

YET, ALMOST BEFORE THE VERY
SYLLABLES ESCAPE THE WINGED
MUTANT'S LIPS--

UNNNHH!


HIS RAW POWER--
IT'S BEYOND
BELIEF! AND
HIS FISTS--
THEY'RE LIKE
IRON!

HE'S
SWATTING
ME AWAY--
LIKE I
WAS A
TENNIS
BALL!

MORE PUNY
HUMANS--IN
COSTUMES LIKE
THE ONES I
MOST DESPISE!

YOU WILL NOT
PURSUE ME INTO
THE LAND OF
ICE A SECOND
TIME!

THEN, EVEN AS THE HUGE FORM FINISHES ITS FOLLOW-THRU...



SMASH!

YOU WERE AMPLY PREPARED FOR THE ANGEL'S ONSLAUGHT!

TU NK!

LET'S SEE HOW YOU FARE AGAINST AN UNEXPECTEDLY REBOUNDING BEAST!



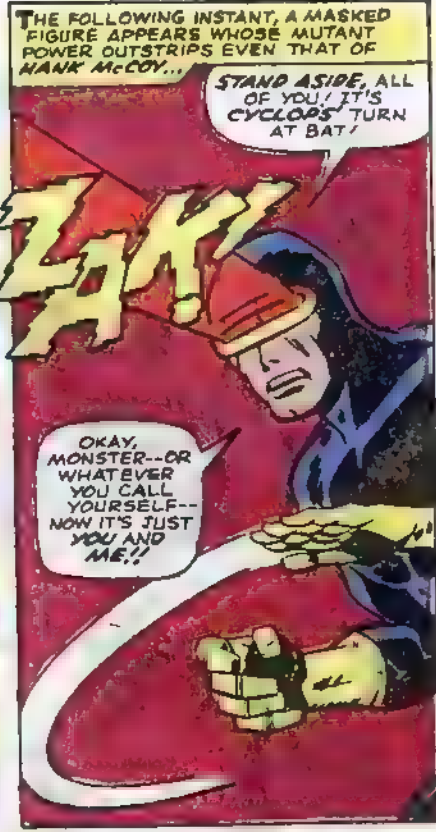
ANOTHER HUMAN... IN A BRIGHT-COLORED COSTUME!

BUT, YOU CANNOT HURT ME!

DOOOF! YOU MAY JUST HAVE SOMETHING THERE, FRIEND!

WHAM!

I DIDN'T EVEN BUDGE HIM-- BUT HE'S HURLING ME AWAY AS IF I WERE A VIRTUAL APEAWIGHT!



THE FOLLOWING INSTANT, A MASKED FIGURE APPEARS WHOSE MUTANT POWER OUTSTRIPS EVEN THAT OF HANK MCCOY...

STAND ASIDE, ALL OF YOU! IT'S CYCLOPS' TURN AT BAT!

ZAK!

OKAY, MONSTER--OR WHATEVER YOU CALL YOURSELF-- NOW IT'S JUST YOU AND ME!!



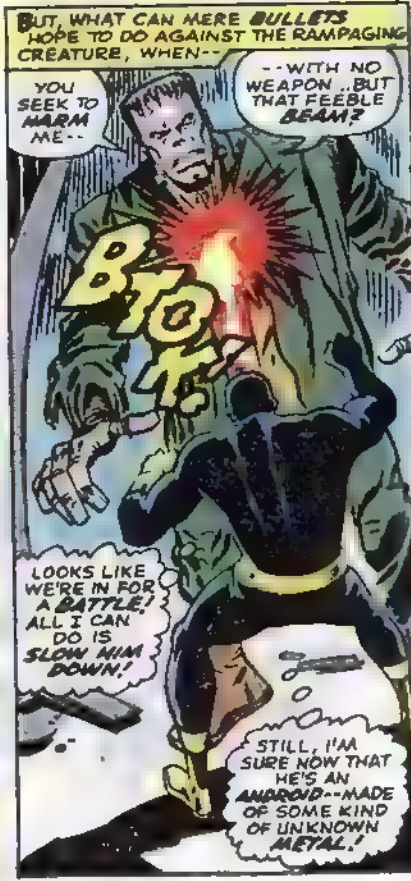
YET, EVEN AS CYCLOPS HURLS HIS DEFIANT CHALLENGE-- IN ANOTHER PART OF THE VAST BUILDING...

POLICE DEPARTMENT? THIS IS THE CURATOR OF THE CITY MUSEUM--AND I NEED HELP FAST!

I CAN HEAR SOMEONE--OR SOMETHING-- TEARING UP THE PLACE!

WHAT? NO, I HAVEN'T LOOKED TO SEE WHAT IT IS!

JUST RUSH SOME MEN HERE AT ONCE --WHILE I LOAD MY OWN PISTOL!



BUT, WHAT CAN MERE BULLETS HOPE TO DO AGAINST THE RAMPAGING CREATURE, WHEN--

YOU SEEK TO HARM ME--

--WITH NO WEAPON..BUT THAT FEEBLE BEAM?

BLOK!

LOOKS LIKE WE'RE IN FOR A BATTLE! ALL I CAN DO IS SLOW HIM DOWN!

STILL, I'M SURE NOW THAT HE'S AN ANDROID--MADE OF SOME KIND OF UNKNOWN METAL!

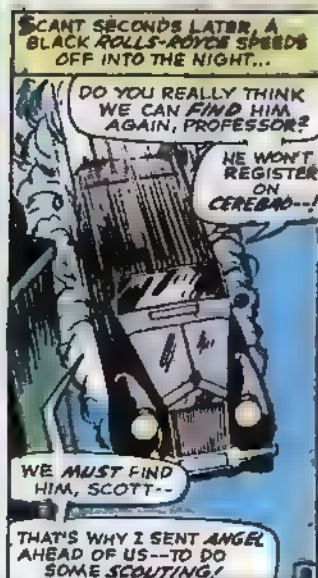
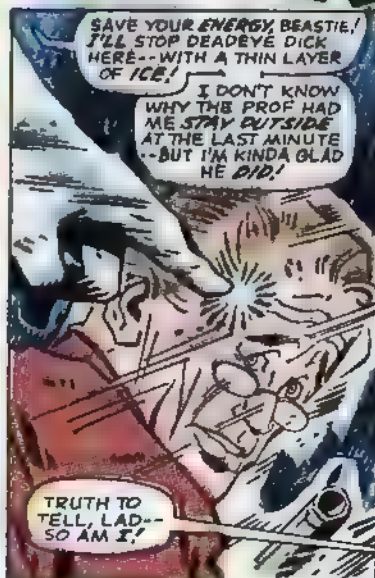
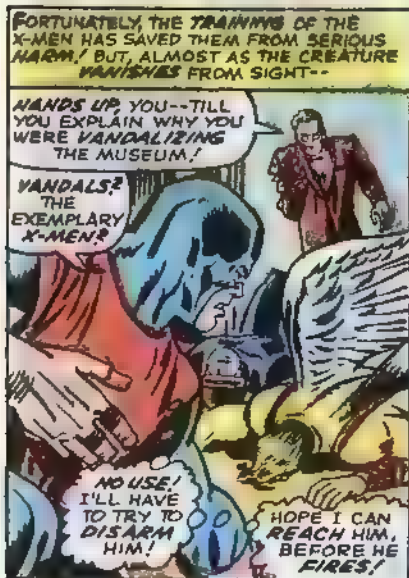
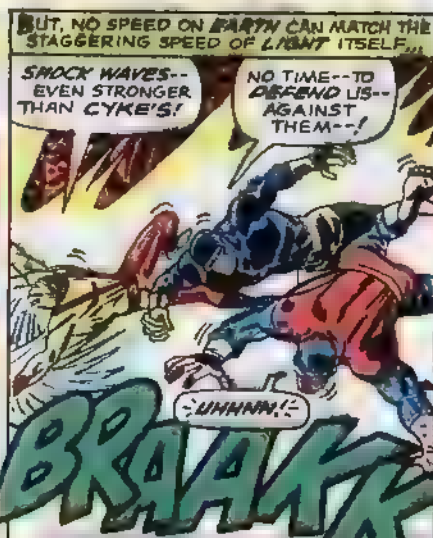
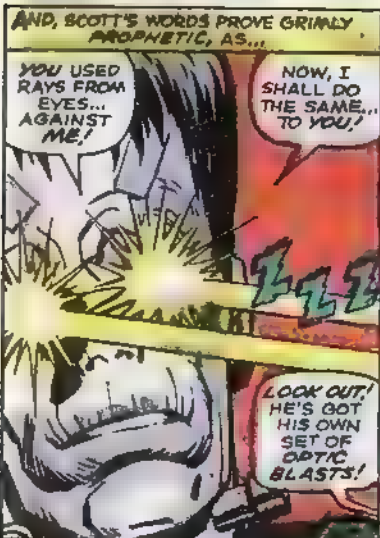
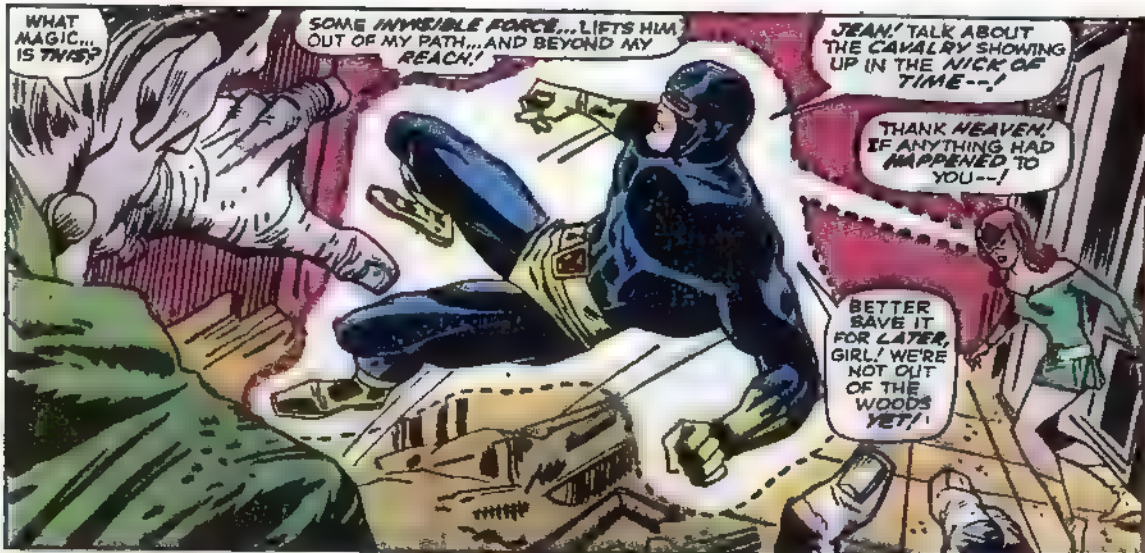


YOU ARE A MORE DANGEROUS FOE, THAN THOSE WHO ENTERED BEFORE YOU!

BUT, YOU SHALL FALL... BEFORE MY OWN VAST POWER!

THAK!

FALL IS RIGHT! I TRIPPED--OVER SOME DEBRIS! CAN'T DODGE HIM IN TIME--!



CONTINUED AFTER NEXT PAGE

A cartoon illustration of a man with dark hair and thick-rimmed glasses, smiling. To his right is a large, stylized dollar sign (\$) with a lightning bolt striking it from above. The background is a solid yellow color.

See through fingers-through skin-see yolk of egg-see lead in pencil. Many, many amazing, astounding illusory "X-Ray" views yours to see ALWAYS - when YOU wear Slimline "X-Ray" Specs. Bring them to parties for real FUN - GUARANTEED - They give you a 3-dimensional illusion of "X-Ray" Vision - the instant you put them on. When you look at your friends you'll "see" the most (blushingly funny) amazing things! No real "X-Ray" vision is obtained, but you get an illusion of "X-Ray" vision so amazing you will hardly believe your eyes. Full instructions on How To Enjoy Them To The Fullest! Last for Years. Harmless - Requires No Electricity or Batteries - Comes Complete - Permanently Focused. Nothing Else to Buy. Send \$1. plus 25¢ for postage and handling or send \$2. for the De Luxe Model. Money Back If Not 100% Satisfied.

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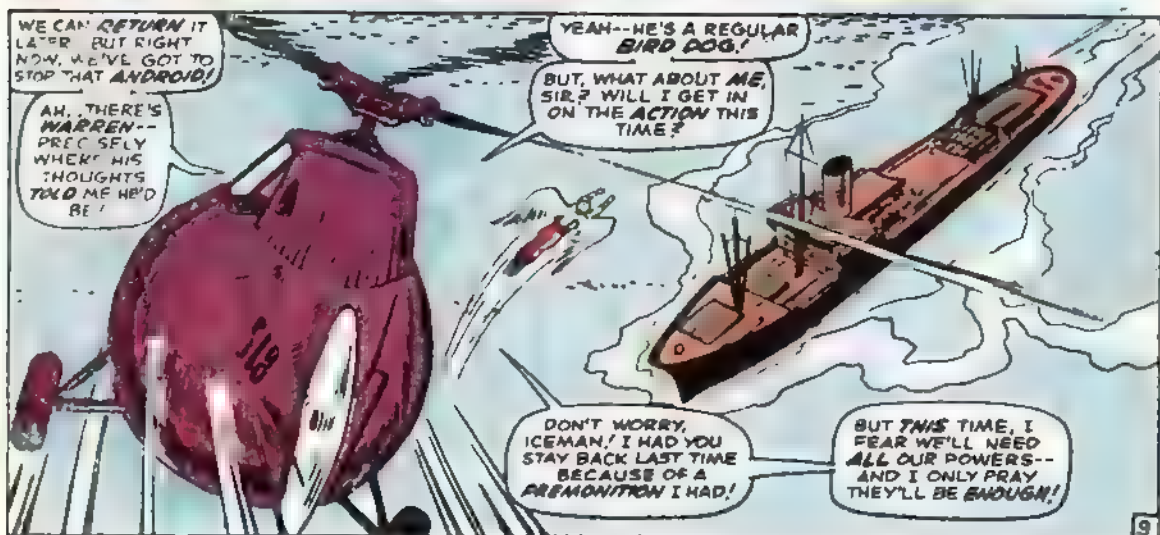
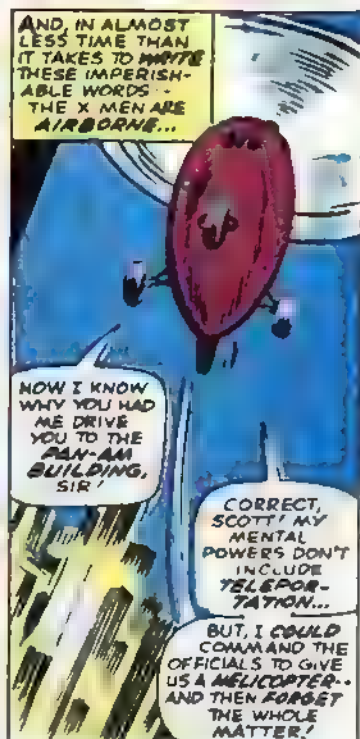
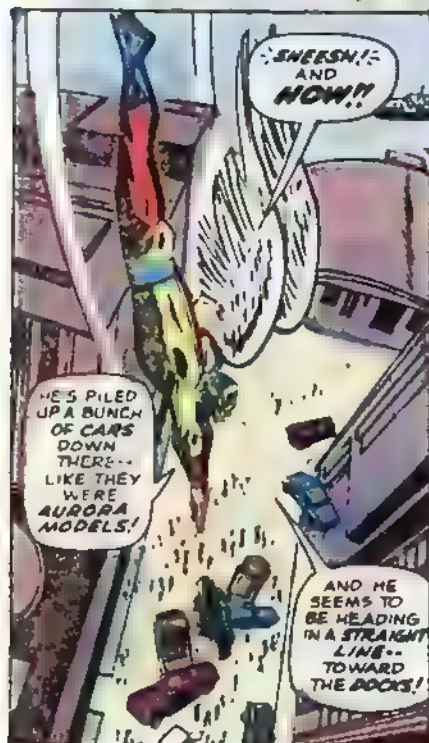
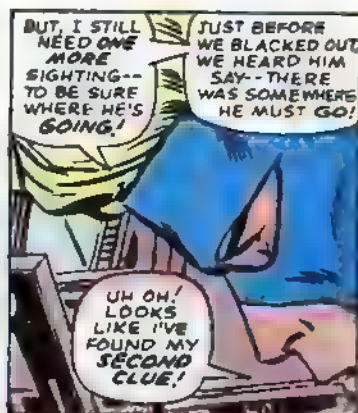
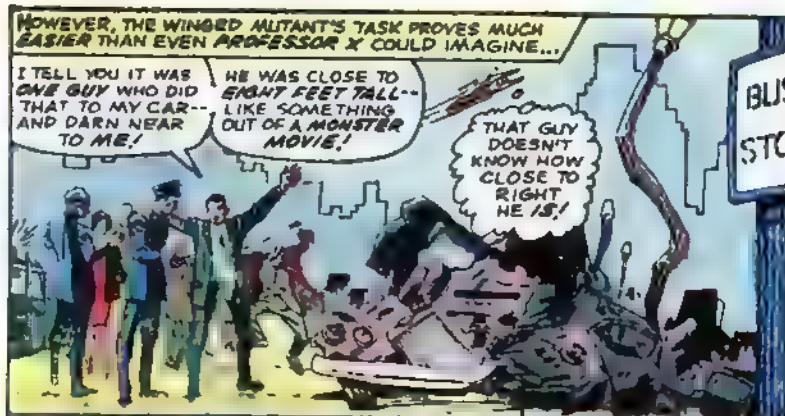
**MAIL
THIS
TODAY**

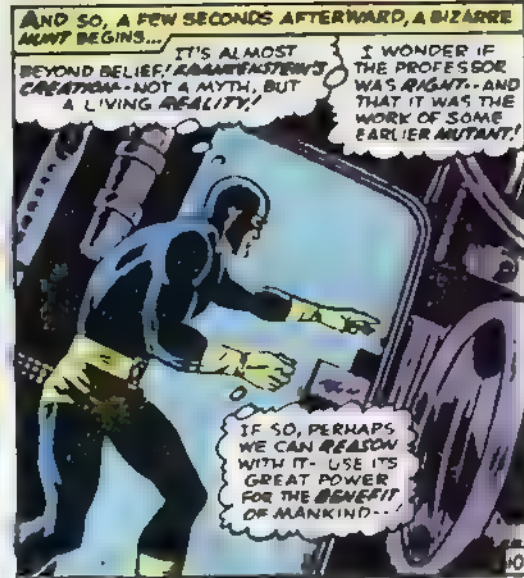
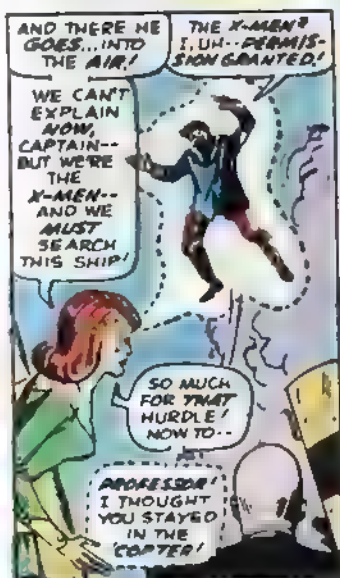
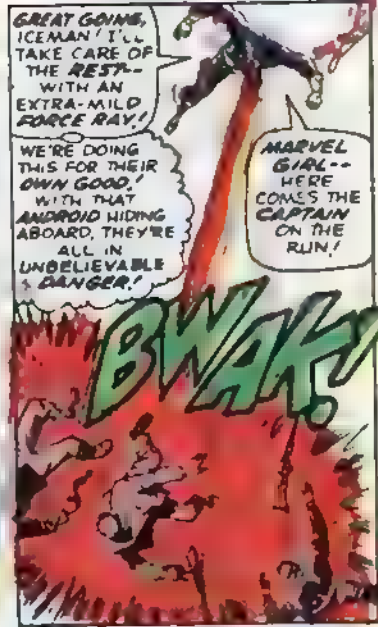
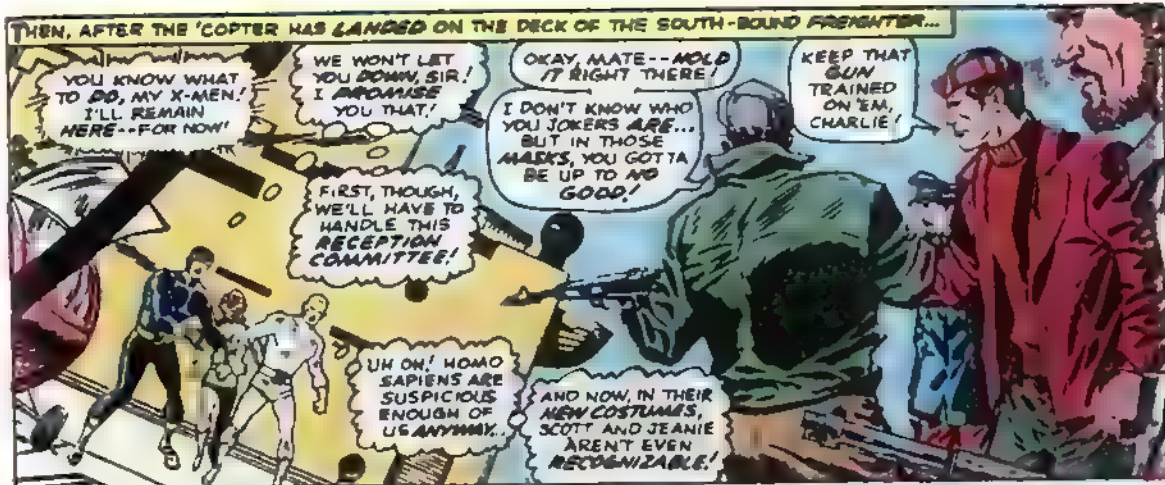
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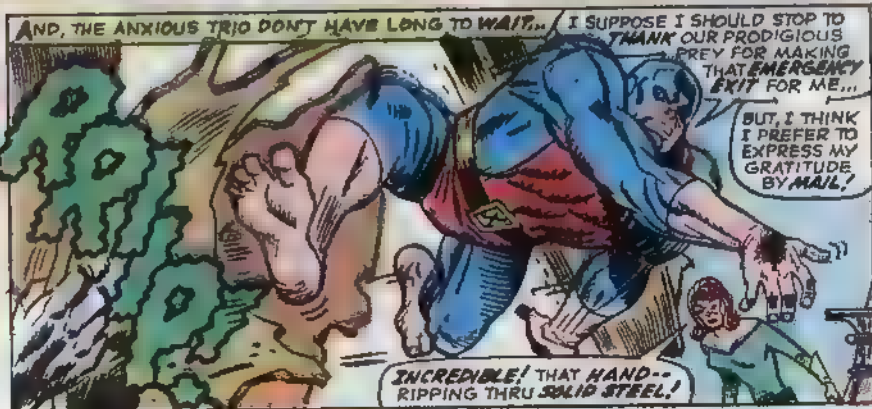
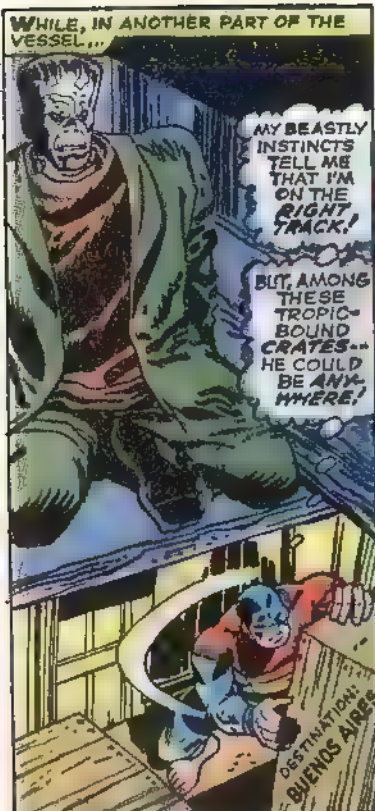
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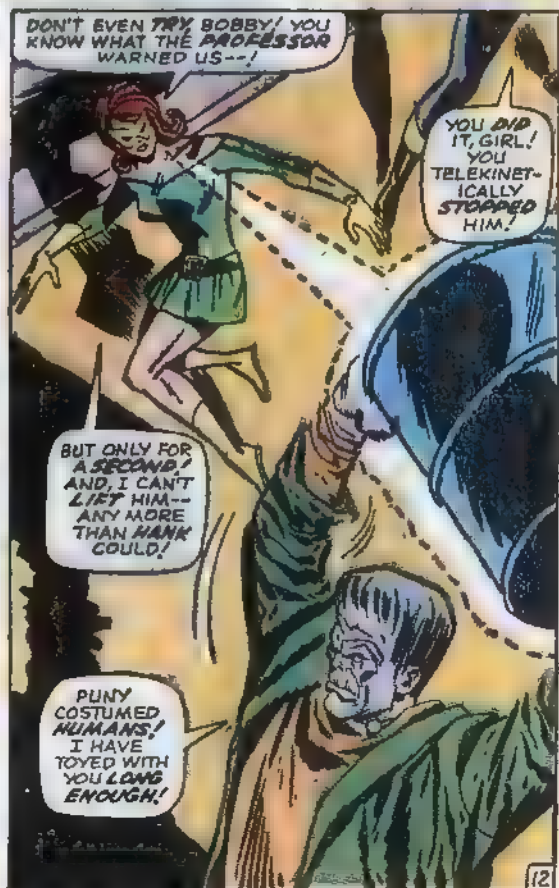
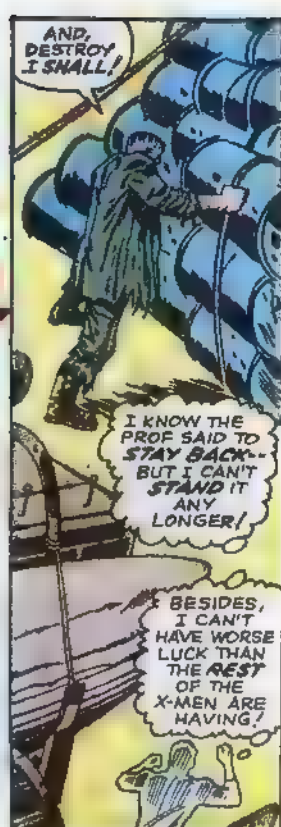
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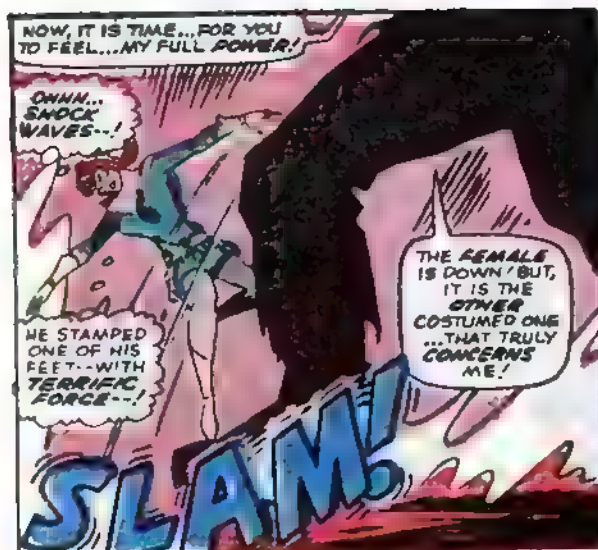
Plainly Here











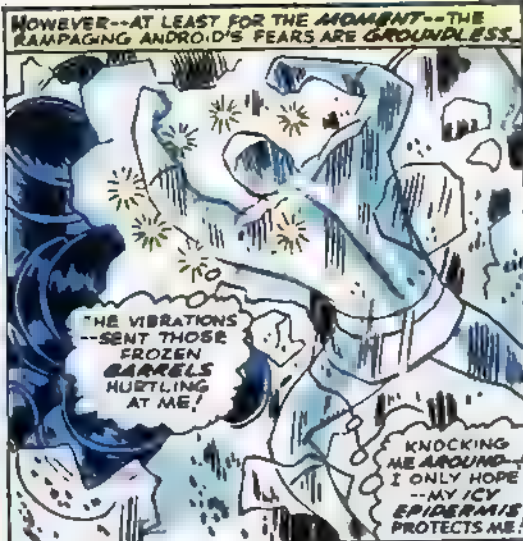
NOW, IT IS TIME...FOR YOU TO FEEL...MY FULL POWER!

OHNN... SHOCK WAVES--!

HE STAMPED ONE OF HIS FEET--WITH TERRIFIC FORCE--!

THE FEMALE IS DOWN! BUT, IT IS THE OTHER COSTUMED ONE...THAT TRULY CONCERNS ME!

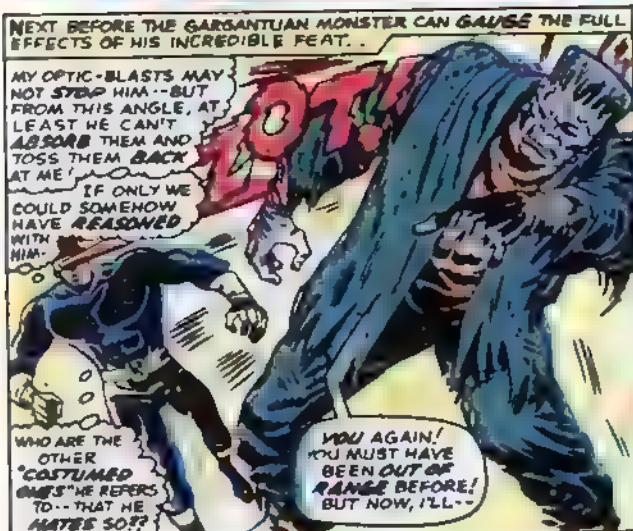
SLAM!



HOWEVER--AT LEAST FOR THE MOMENT--THE RAMPAGING ANDROID'S FEARS ARE GROUNDFLESS.

THE VIBRATIONS--SENT THOSE BARRELS HURTLING AT ME!

KNOCKING ME AROUND--I ONLY HOPE--MY ICY EPIDERMIS PROTECTS ME!



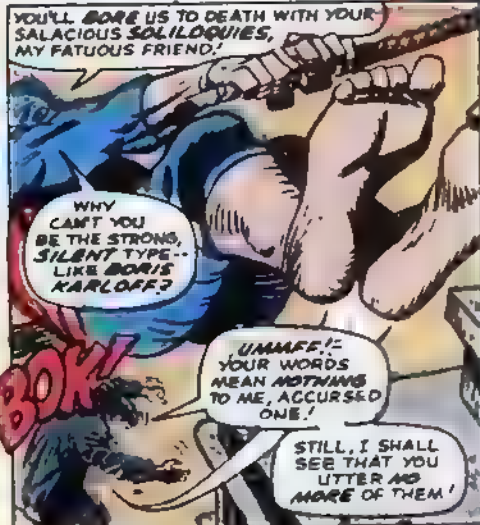
NEXT BEFORE THE GARGANTUAN MONSTER CAN CAUSE THE FULL EFFECTS OF HIS INCREDIBLE FEAT...

MY OPTIC-BLASTS MAY NOT STOP HIM--BUT FROM THIS ANGLE, AT LEAST HE CAN'T ABSORB THEM AND TOSS THEM BACK AT ME!

IF ONLY WE COULD SOMEHOW HAVE REASONED WITH HIM--

WHO ARE THE OTHER 'COSTUMED ONES' HE REFERS TO--THAT HE HATES SO??

YOU AGAIN! YOU MUST HAVE BEEN OUT OF RANGE BEFORE! BUT NOW, I'LL--

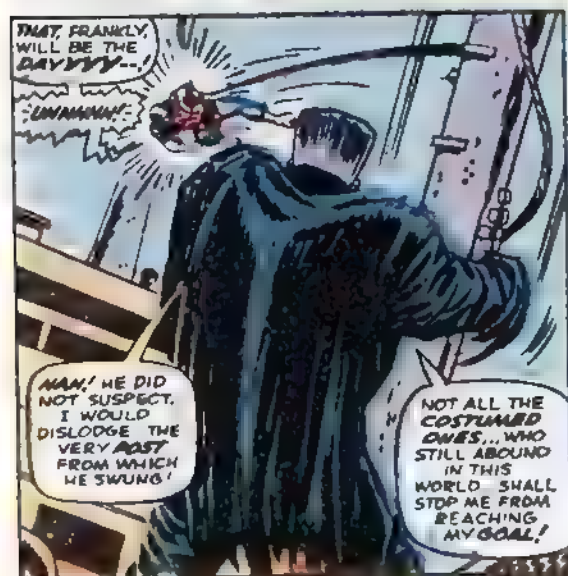


YOU'LL BORE US TO DEATH WITH YOUR SALACIOUS SOLILOQUIES, MY FATUOUS FRIEND!

WHY CAN'T YOU BE THE STRONG, SILENT TYPE--LIKE BORIS KARLOFF?

UMMMF! YOUR WORDS MEAN NOTHING TO ME, ACCURSED ONE!

STILL, I SHALL SEE THAT YOU UTTER NO MORE OF THEM!

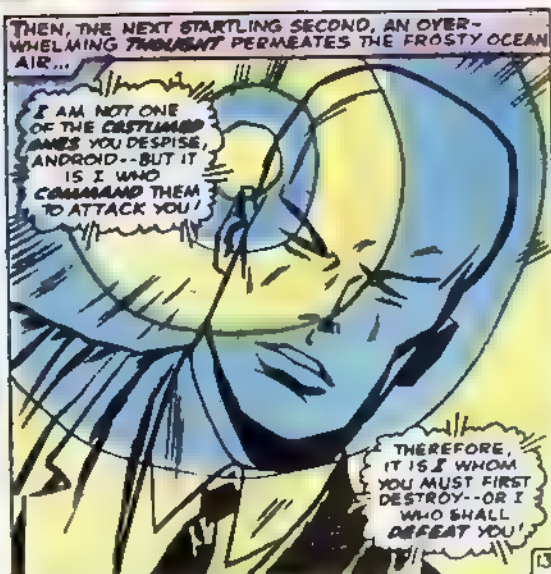


THAT, FRANKLY, WILL BE THE DAVVY--

UNAMMNN!

HAH! HE DID NOT SUSPECT. I WOULD DISLODGE THE VERY FAST FROM WHICH HE SWUNG!

NOT ALL THE COSTUMED ONES...WHO STILL ABOUND IN THIS WORLD SHALL STOP ME FROM REACHING MY GOAL!



THEN, THE NEXT STARTLING SECOND, AN OVER-WHELMING THOUGHT PERMEATES THE FROSTY OCEAN AIR...

I AM NOT ONE OF THE COSTUMED ONES YOU DESPISE, ANDROID--BUT IT IS I WHO COMMAND THEM TO ATTACK YOU!

THEREFORE, IT IS I WHOM YOU MUST FIRST DESTROY--OR I WHO SHALL DEFEAT YOU!

CONTINUED AFTER NEXT PAGE

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| 4 Cruisers | 8 Officers | 8 Cannon |
| 4 Sailors | 8 Waves | 4 Bazookamen |
| 4 Riflemen | 8 Wacs | 4 Marksmen |

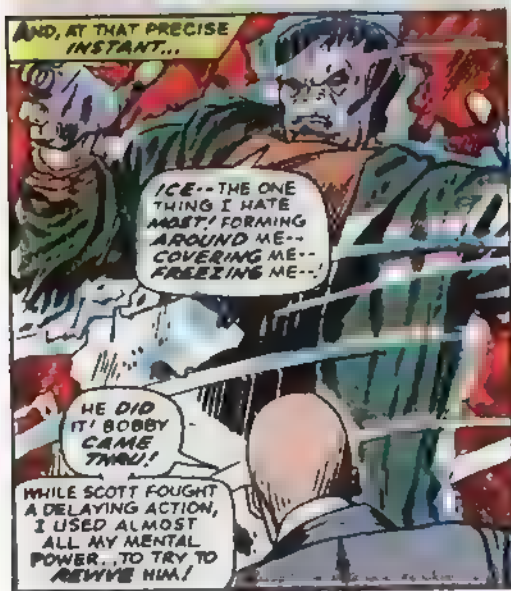
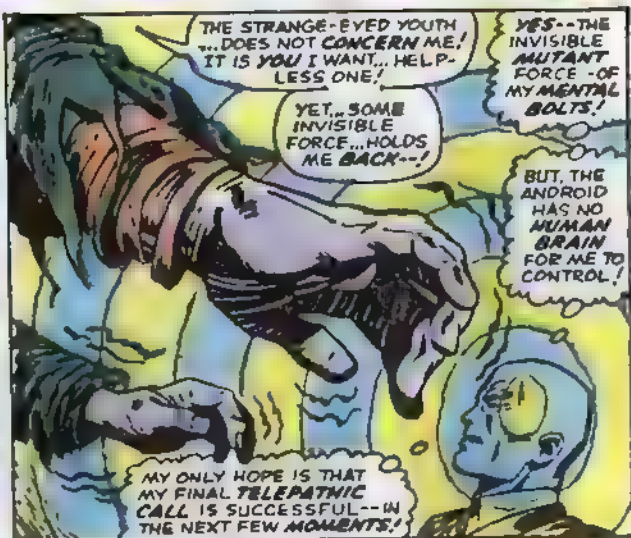
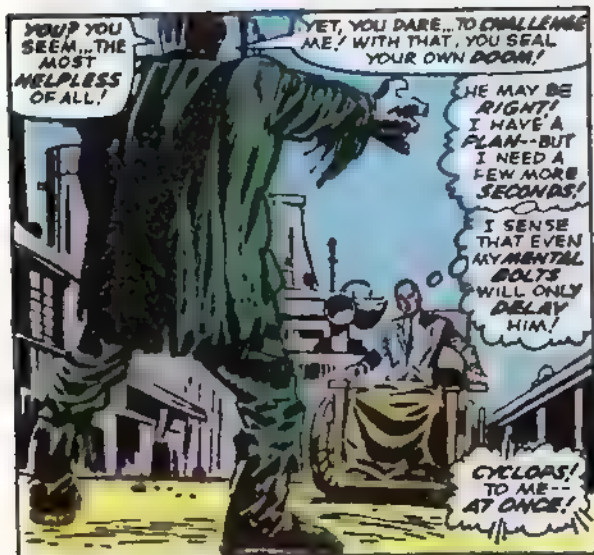
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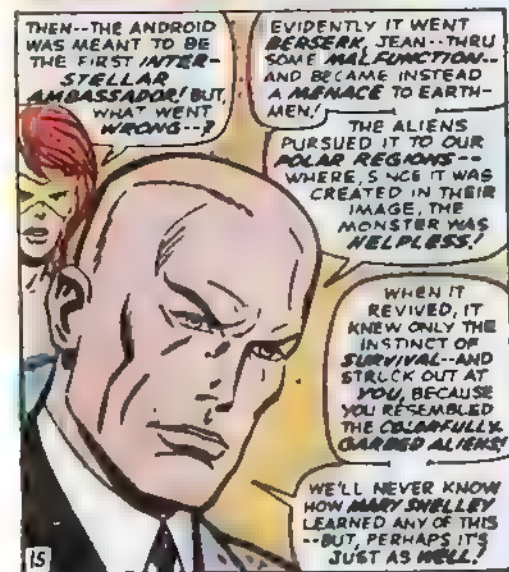
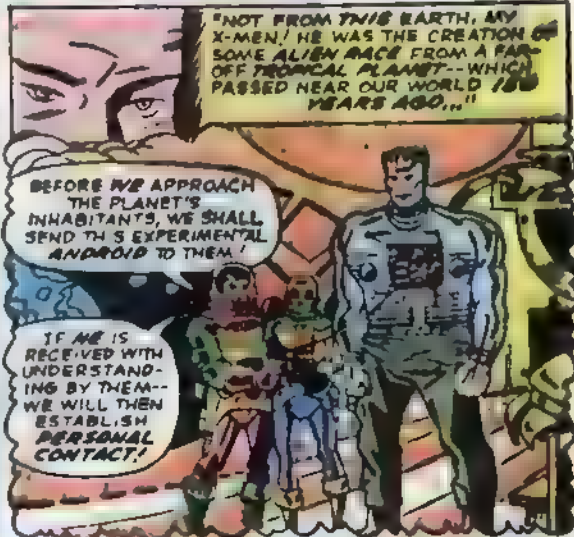
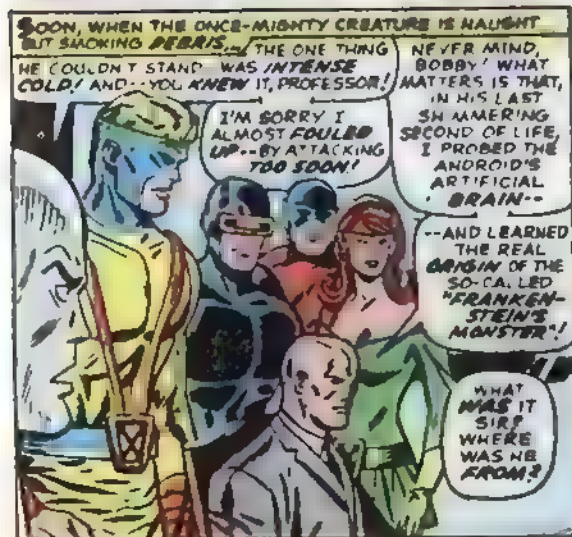
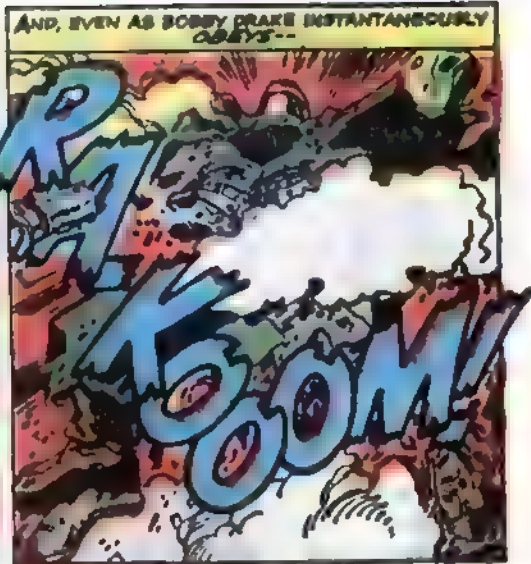
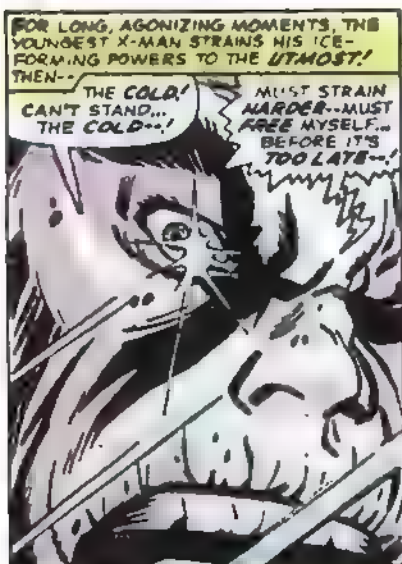
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THE ORIGINS OF THE UNCANNY X-MEN!

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I WAS DRAWN IN HERE-- ALMOST AS IF I WERE BEING CONTROLLED! BUT THERE'S NO ONE HERE--BUT YOU!

WHO ARE YOU --AND NOW--?

I'LL DO THE TALKING, BOY!

YOU BETTER BELIEVE THAT **STAN LEE, EDITOR, ROY THOMAS, WRITER, AND WERNER ROTH, ARTIST,** CO-CREATED THIS SPELL-BINDING SHOCKER...

'CAUSE **JOHN VERPOORTEN, INKER, AND AL KURZROK, LETTERER,** SURE AREN'T GONNA TAKE THE BLAME!

MY NAME IS WINTERS-- **JACK WINTERS!**

AND I'M A **MUTANT--** THE SAME AS YOU ARE -- WHETHER YOU KNOW IT YET OR NOT!

A **MUTANT?** I DON'T EVEN KNOW --WHAT YOU MEAN!

SURE I'M RUNNING AWAY FROM AN ORPHANAGE--BUT THAT'S ALL! I--

DON'T GIVE ME THAT, KID! I CAN TELL WHEN I MENTALLY CONTACT ANOTHER **MUTANT BRAIN--** AND I JUST DID!

MATTER OF FACT, I'M BETTIN' YOU'RE THE ONE THAT CAUSED THAT STIR IN THE CAPITAL EARLIER TODAY!

AND I'M GOING TO GO TO DETAILS NOW BUT IT HAPPENED LAST ISH! --SUGGEST STAN

OKAY--I'LL ADMIT THAT MUCH! MY EYES SEEM TO SHOOT OUT SOME SORT OF **FORCE RAY--** THAT ONLY THESE DARK GLASSES CAN CONTROL!

BUT, YOU'RE NOT WEARING SUNGLASSES LIKE MINE! IS YOUR POWER JUST A MENTAL ONE, OR --?

LATER, KID--AFTER I DOUSE THIS LAMP!

'CAUSE, WE'RE ABOUT TO HAVE COMPANY!

CONTINUED AFTER NEXT PAGE

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Figure 1

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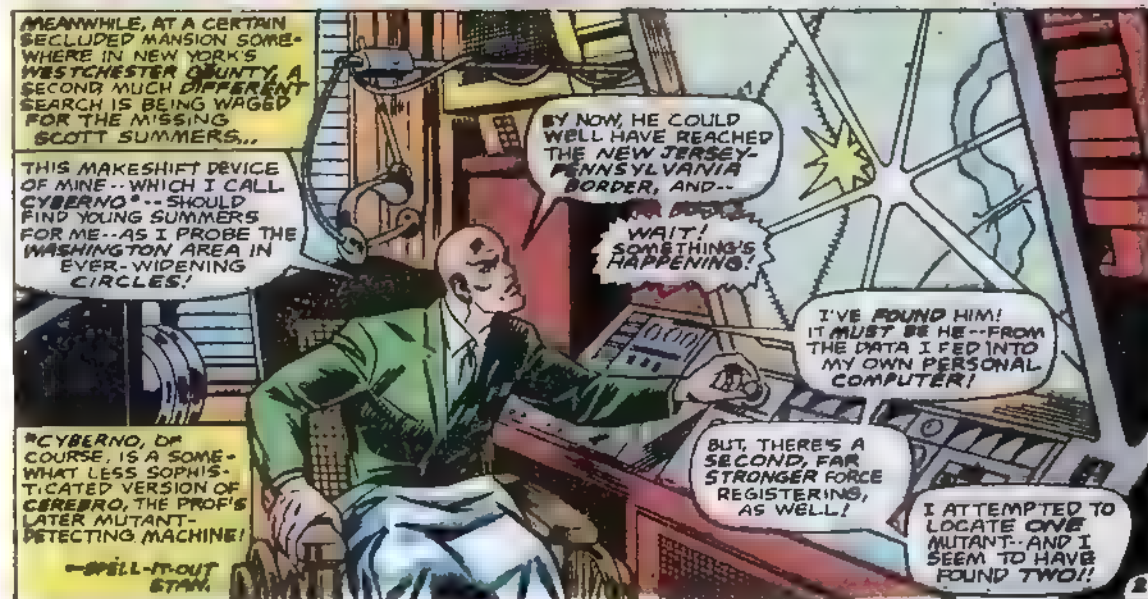
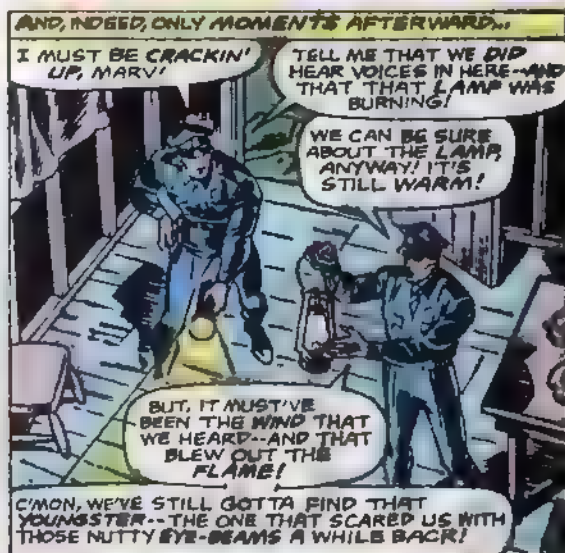
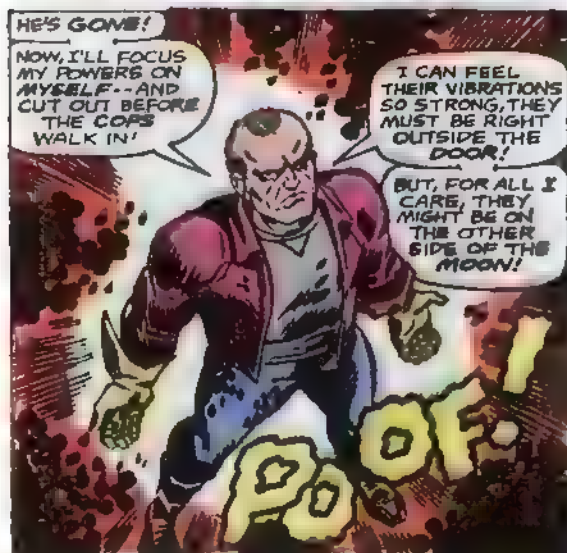
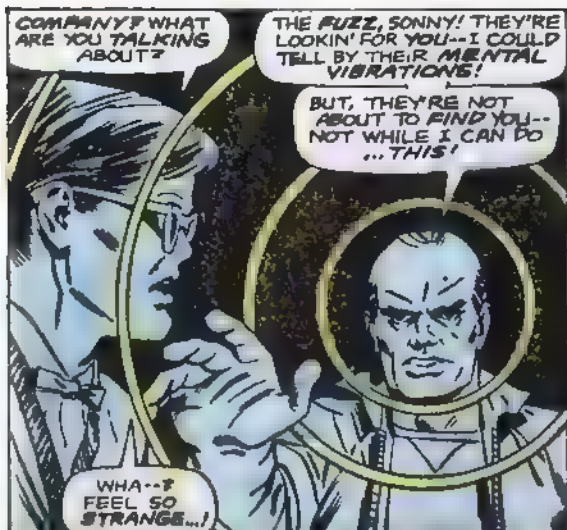
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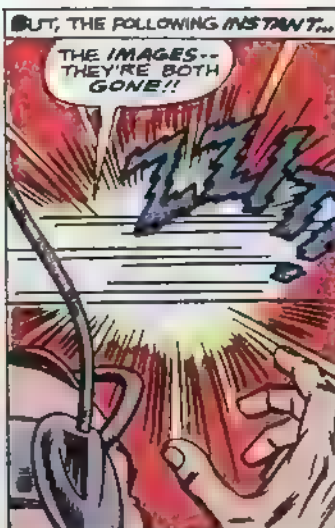
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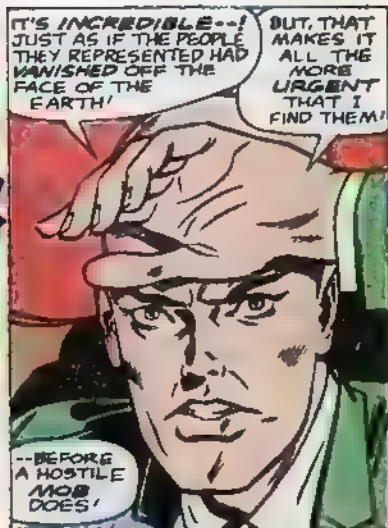


THEN, AS CHARLES XAVIER BRINGS INTO PLAY HIS FULL POWERS OF CONCENTRATION...

JUST A FEW MORE SECONDS... AND I'LL HAVE AN EXACT READING OF THEIR LOCATION! THEN--



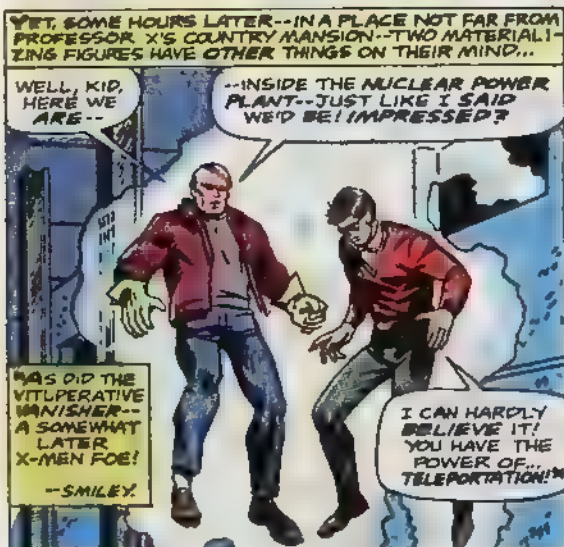
BUT, THE FOLLOWING INSTANT... THE IMAGES-- THEY'RE BOTH GONE!!



IT'S INCREDIBLE--! JUST AS IF THE PEOPLE THEY REPRESENTED HAD VANISHED OFF THE FACE OF THE EARTH!

BUT, THAT MAKES IT ALL THE MORE URGENT THAT I FIND THEM!

--BEFORE A HOSTILE MOB DOES!



YET, SOME HOURS LATER--IN A PLACE NOT FAR FROM PROFESSOR X'S COUNTRY MANSION--TWO MATERIALIZING FIGURES HAVE OTHER THINGS ON THEIR MIND...

WELL, KID, HERE WE ARE--

--INSIDE THE NUCLEAR POWER PLANT--JUST LIKE I SAID WE'D BE! IMPRESSED?

HAS DID THE VITUPERATIVE MANISHER-- A SOMEWHAT LATER X-MEN FOE!

--SMILEY.

I CAN HARDLY BELIEVE IT! YOU HAVE THE POWER OF... TELEPORTATION!!



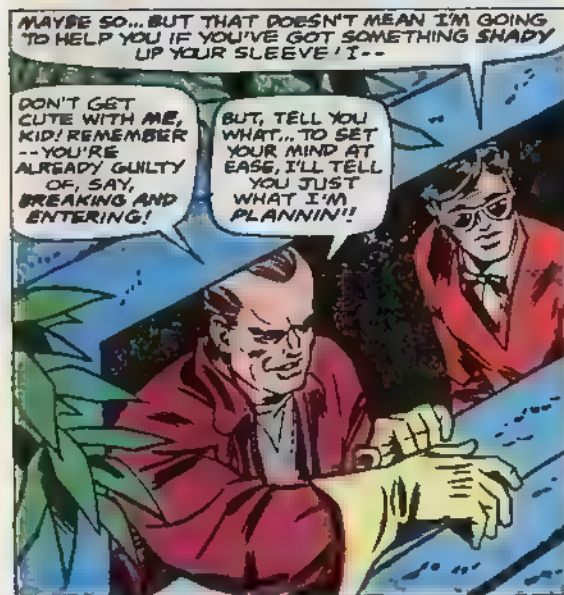
YEAH--BUT JUST FOR SHORT DISTANCES! THAT'S WHY WE HAD TO HOP A TRAIN TO GET HERE--SO WE CAN GO TO WORK ON THIS PLACE!

GO TO WORK ON IT? BUT-- I STILL DON'T KNOW WHAT YOU INTEND TO DO!

AND--WHY HAVE YOU BROUGHT ME ALONG?

YOU ASK TOO MANY QUESTIONS! JUST TRUST ME, SUMMERS!

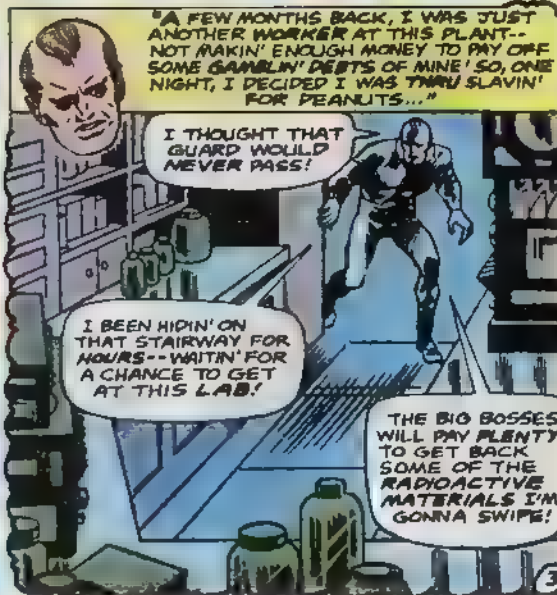
AFTER ALL, WE'RE BOTH FELLOW MUTANTS, AIN'T WE?



MAYBE SO... BUT THAT DOESN'T MEAN I'M GOING TO HELP YOU IF YOU'VE GOT SOMETHING SHADY UP YOUR SLEEVE! I--

DON'T GET CUTE WITH ME, KID! REMEMBER --YOU'RE ALREADY GUILTY OF, SAY, BREAKING AND ENTERING!

BUT, TELL YOU WHAT... TO SET YOUR MIND AT EASE, I'LL TELL YOU JUST WHAT I'M PLANNIN'!!

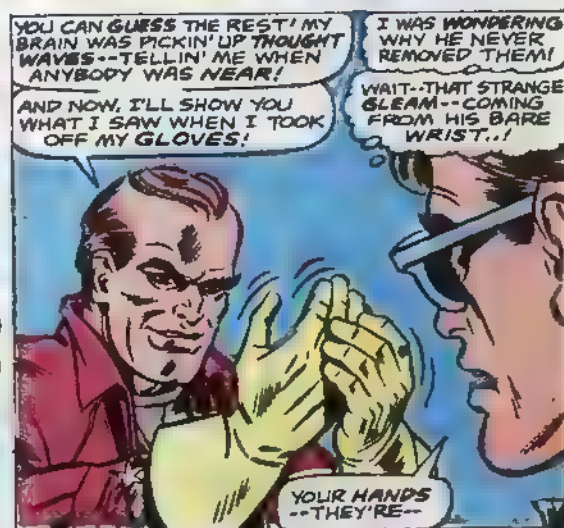
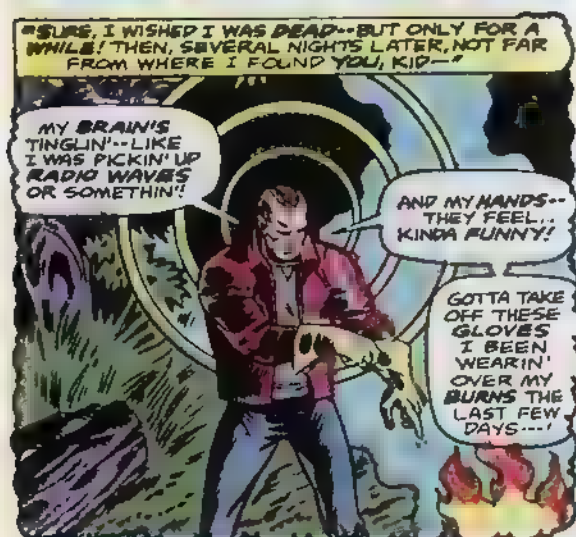
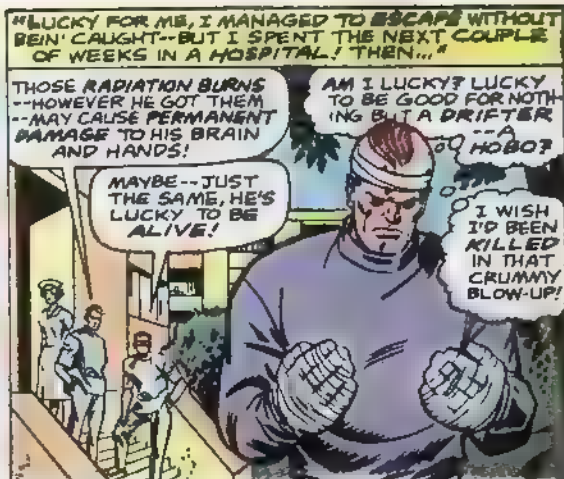
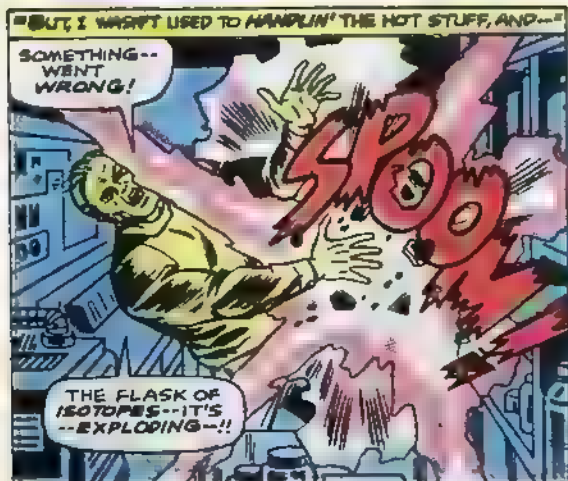


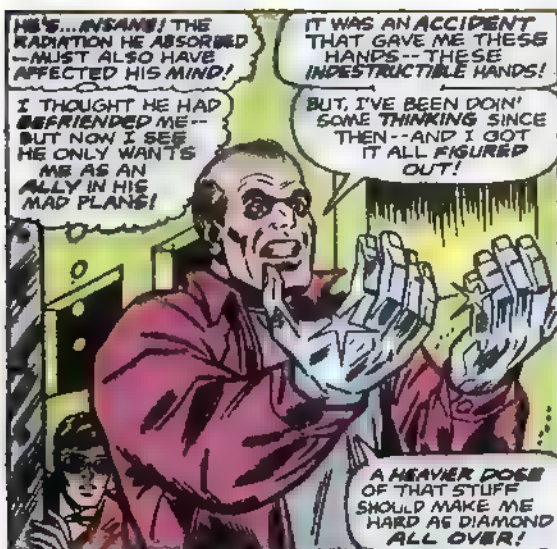
"A FEW MONTHS BACK, I WAS JUST ANOTHER WORKER AT THIS PLANT-- NOT RAKIN' ENOUGH MONEY TO PAY OFF SOME GAMBLIN' DEBTS OF MINE! SO, ONE NIGHT, I DECIDED I WAS THRU SLAVIN' FOR PEANUTS..."

I THOUGHT THAT GUARD WOULD NEVER PASS!

I BEEN HIDIN' ON THAT STAIRWAY FOR HOURS--WAITIN' FOR A CHANCE TO GET AT THIS LAB!

THE BIG BOSSSES WILL PAY PLENTY TO GET BACK SOME OF THE RADIOACTIVE MATERIALS I'M GONNA SWIPE!





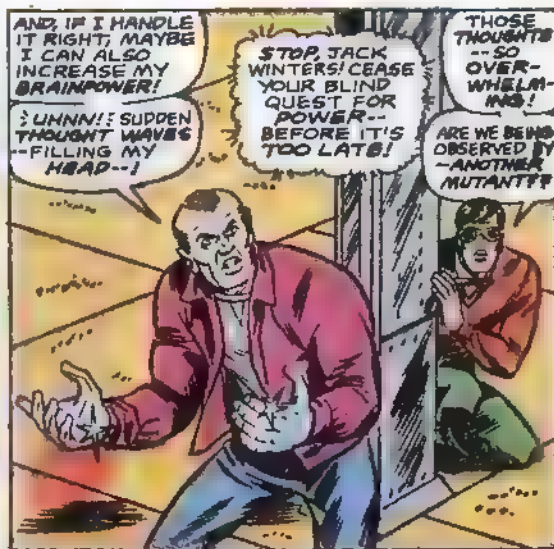
HE'S...INSANE! THE RADIATION HE ABSORBED--MUST ALSO HAVE AFFECTED HIS MIND!

I THOUGHT HE HAD BEFRIENDED ME-- BUT NOW I SEE HE ONLY WANTS ME AS AN ALLY IN HIS MAD PLANS!

IT WAS AN ACCIDENT THAT GAVE ME THESE HANDS--THESE INDESTRUCTIBLE HANDS!

BUT, I'VE BEEN DOIN' SOME THINKING SINCE THEN--AND I GOT IT ALL FIGURED OUT!

A HEAVIER DOSE OF THAT STUFF SHOULD MAKE ME HARD AS DIAMOND ALL OVER!



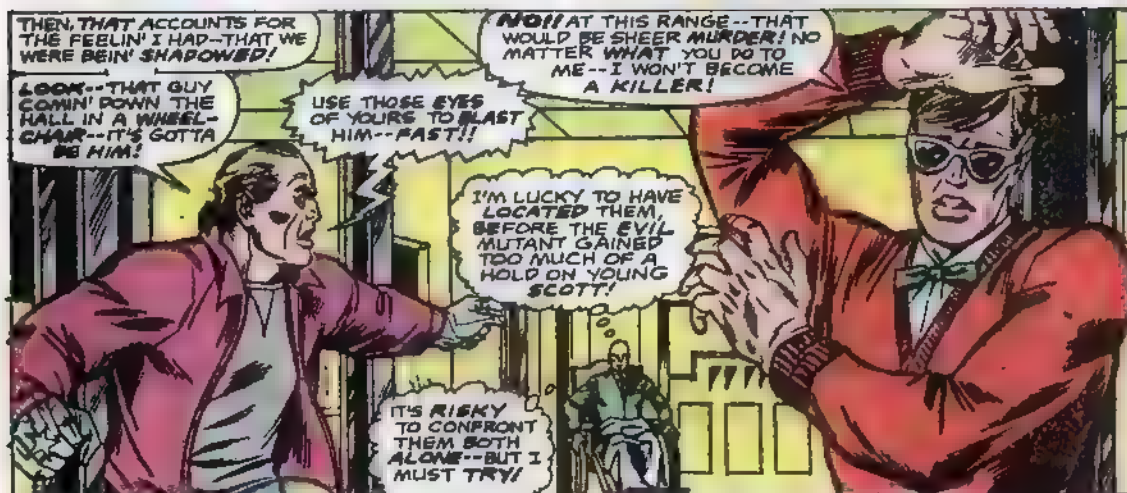
AND, IF I HANDLE IT RIGHT, MAYBE I CAN ALSO INCREASE MY BRAINPOWER!

UHHH!! SUDDEN THOUGHT WAVES--FILLING MY HEAD--!

STOP, JACK WINTERS! CEASE YOUR BLIND QUEST FOR POWER--BEFORE IT'S TOO LATE!

THOSE THOUGHTS--SO OVER-WHELMING!

ARE WE BEING OBSERVED BY--ANOTHER MUTANT??



THEN, THAT ACCOUNTS FOR THE FEELIN' I HAD--THAT WE WERE BEIN' SHADOWED!

LOOK--THAT GUY COMIN' DOWN THE HALL IN A WHEEL-CHAIR--IT'S GOTTA BE HIM!

USE THOSE EYES OF YOURS TO BLAST HIM--FAST!!

NO!! AT THIS RANGE--THAT WOULD BE SHEER MURDER! NO MATTER WHAT YOU DO TO ME--I WON'T BECOME A KILLER!

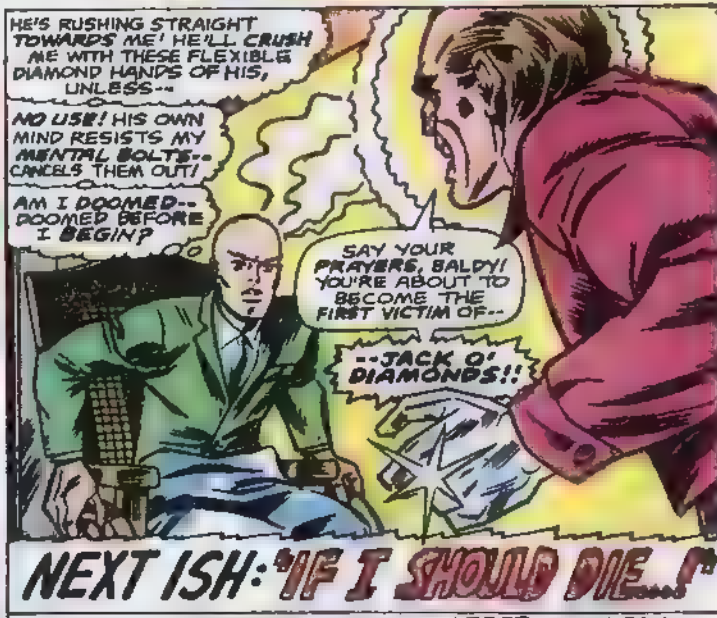
I'M LUCKY TO HAVE LOCATED THEM, BEFORE THE EVIL MUTANT GAINED TOO MUCH OF A HOLD ON YOUNG SCOTT!

IT'S RISKY TO CONFRONT THEM BOTH ALONE--BUT I MUST TRY!



OKAY, KID--I GUESS I'LL HAVE TO SHOW YOU WHAT IT MEANS TO CROSS ME--BY POLISHIN' OFF THAT CRUMB MYSELF--WHOEVER HE IS!

FROM THEN ON, YOU'LL PLAY BALL WITH ME--'CAUSE I GOT PLANS FOR THOSE EYE-BEAMS OF YOURS!



HE'S RUSHING STRAIGHT TOWARDS ME! HE'LL CRUSH ME WITH THESE FLEXIBLE DIAMOND HANDS OF HIS, UNLESS--

NO USE! HIS OWN MIND RESISTS MY MENTAL BOLTS--CANCELS THEM OUT!

AM I DOOMED--DOOMED BEFORE I BEGIN?

SAY YOUR PRAYERS, BALDY! YOU'RE ABOUT TO BECOME THE FIRST VICTIM OF--

--JACK O' DIAMONDS!!

NEXT ISH: 'IF I SHOULD DIE...'

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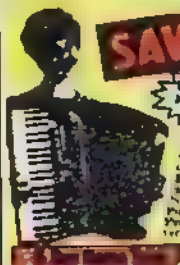
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FACE FRONT! HANG LOOSE! 'NUFF SAID!

(It's Easier Than Thinking Up A New Title!)

ITEM! You asked for it! And now you've got it! For the millions of angry readers who can't get enough of SGT. FURY AND HIS HOWLING COMMANDOS we've finally added another black-busting battle bonanza to our lineup named CAPT. SAVAGE AND HIS LEATHERNECK RAIDERS! It's on sale right now, written by Gruovy (very penciled by Darlin' Dick and inked by a new Marvel old timer... or an old Marvel newcomer if you prefer... none other than SYD! The Kid! SHORES who illustrated many of our top strips during the First Golden Age of Comics... strips such as Blonde Phantom and others which only honest ivy remembers! Anyway if you like Fury or Savage with about you outta your fox hole! So move it! Marvel it while they last!

ITEM! And speaking of new titles from the House of Ideas we're keeping the great first ish of CAPTAIN MARVEL — featured in MARVEL SUPER HEROES — on sale for an extra month to give you collectors an extra thirty days to catch onto this irreplaceable premier issue. We've got mighty big plans for CAPTAIN MARVEL so we strongly advise you to latch on to him now in order to be in at the very beginning!

ITEM! Whoops! But we forgot — don't dare miss our a ton packed 100th Anniversary ish of TALES TO ASTONISH now on sale. It features for the first time a complete book-length thriller in which the Sub-Mariner battles the Incredible Hulk, penciled by Marvellous MARIE SEVERN and embellished by Dapper DANNY ADKINS. And STAN THE MAN's script is nothing to complain about either. Need we say more?

ITEM! It's official! Lonesome GEORGE TUSKA is now back with us to stay. Two Fisted Mr. T was one of our mainstays way back when we had some of the most rugged adventure yarns of all. But then he took a long leave of absence to illustrate the Buck Rogers newspaper strip. He's turning briefly some months back to help us in a pinch. But now he's back for good, although we won't tell you which mag he's appearing in — we thought you'd get a kick out of searching for him!

ITEM! Yeah! Marvel's really hitting its stride right now and remember this is only the beginning! Those of you who've been clamoring for more writers, more artists and especially more magazines are in for some very pleasant surprises in the months to come. Not the least of these surprises is our recent acquisition of the talented services of Artful ARCHE GOOD with us. Marvel's newest stippling script writer. Mr. Arch had been out for and head writer. No, Irving that doesn't mean he wrote on heads for another publishing company. It's recently when he saw the light and entered the splendid realm of True Believers. He's cutting his teeth on IRON MAN and the ever reliable SUB-MARINER, but after that the sky's the limit. Who knows? He may even someday reach the nighcyon heights of writing MICHELLE THE MOOSE!

ITEM! Okay — grab your pencils and get ready for the next assignment! We've the latest title of Marveldom for you to memorize. Remember the first time we gave you? We started with RFE! (Real Frantic

One) to be used by those who buy three or more Marvel mags a month. Then we segued into QMS (Quite Nuff Said) the appellation for those favored few who've had one or more letters published in any of our pulpstin pages. And now — the third rank of Marveldom Assembled — the three letters which have destined to become an everlasting part of literary lore and legend — namely TTB (Tastic True Believer) the hard earned and widely desired title for a ysa who has ever won a noteworthy non-negotiable No Prize. But we still have a couple of more titles waiting backstage so don't miss this page next month when we cue you in on the magnificent meaning of — KOF. Tilt then back to our itinerant items —

THE WRAP UP! What say we tie the whole thing up with a rather confusing collection of capricious comments from our right-headed reader — ? No, right right headed — not right-headed SHEESH!

STAN'S SOAPBOX

Every day the mail brings a few requests from our farflung editors of loyal ones asking us to explain what in the name of Aunt Petunia the little stamp at the upper right hand corner of our covers really means. You know the one that reads: Approved By The Comics Code Authority. Well, just as the motion picture industry has a self regulatory agency to insure the propriety of its product — so too does the comic magazine industry. Any periodical which might contain offensive or unacceptable material cannot win that little stamp which appears upon all our covers. It's just as simple as that. Now then, we've often been asked how we at Marvel actually feel about having to submit our material for review to an outside agency for approval. Our answer is, we're delighted to do it. After all, the Comics Code Authority and your batty Bullpen share the same over-observable views. We both want the stories you read to remain within the bounds of good taste. Our creative surge is in no way stifled by this process — our employment of satire is in no way curtailed — and we enjoy the same elements of literary and artistic freedom as any other practitioners of the arts in any other media. The Comics Code Authority asks us to do nothing that we would not do even if they weren't in existence. So to those of you who've been wondering — that's the story. And before we sign off we'd like to tip our hat to Comic Administrator Len Danvers and his vigorous staff for the truly excellent work they've done in a difficult and oftentimes thankless job. Excelsior!

THE MIGHTY MARVEL CHECKLIST

Marvelous Mags on Sale Right Now!

NOT BRAND ECHM — It's a most fun thing to do — bet our big dream and marriage issue. Sunday Man gets engaged — or wait! If you see to whom The Human Torch gets married and meets his claws. And don't miss our most mystic superhero's onscreen romance with a Brand Echh heroine. It's wild!

FANTASTIC FOUR #71 At last we end the sensational saga of the rampaging run-among Thing. But as a true believer know, when Marvel ends something we manage to do it with a difference.

SPIDER-MAN #57 The one you've been waiting for. A confused, dazed Spider-Man battles the unbeaten Ka-Zar, lord of the jungle, and his saber-toothed tiger Zabu! Any questions, man?

AVENGERS #48 From out of the night sky comes the grim, darkened form of the new H.A.K.K.I.G.H.T! But does he come as friend or as foe? The answer'll really grab ya, tiger!

DAREDEVIL #36 As if the blistering battle between a Hornhead and the terrible Trapster isn't enough, we can safely promise you the most unexpected surprise of the year when you reach the end of this landmark issue!

THOR #148 Not since the never-to-be-for-gotten Absorbing Man has mighty Thor faced a foe like the Wrecker. But now, against the most deadly of menaces, our hero's power is at its lowest ebb. Not for the timid!

CAPTAIN MARVEL, starring in MARVEL SUPER HEROES #12 This fabulous introductory issue is so on sale! If you can still find a copy, don't dare miss it. Captain Marvel's destined to become the most provocative superhero of the year — and Gentleman Gene's awesome artwork is really something else. We had thee not!

SUSPENSE #98 Iron Man battles Whiplash in the most memorable mishmash of modern mayhem you've ever dreamed of! And wait, you see? Said! America's fighting's only side with the bludgeoning Black Panther. This is for action lovers.

ASTONISH #100 The greatest anniversary in comic! You gaze at the earth-pounding battle between the Hulk and Sub-Mariner — and are drawn enough to be a mind snapping libbie to Greenish and our kaleidoscoped libby.

STRANGE TALES #165 Nick Fury faces the powerful mad Yellow Claw in a battle to decide the fate of humanity — and there was no name we could give our Dr. Strange epic, except... Nightmare! Nuff said!

SGT. FURY #50 The Howler's lead the Great A. ad assault on Tarawa in a desperate attempt to rescue Zzyzx — only to find that On the Beach Waits Death! This one you dare not miss!

CAPTAIN SAVAGE #1 The power-packed premiere of a pulse-pounding new battle mag bombast. In the great SGT. FURY tradition, it's destined to become a contemporary combat classic.

MARVEL COLLECTORS' ITEM CLASSICS #13 Would a be-eve the FF of Shell-head the Hulk, Dr. Strange and the Watcher — all in one ish? Well, you better front up now.

MARVEL TALES #12 The moosest in mighty Marvel memorabilia starring Spider-Torchy, Thor and the wonderful Wasp — and all for only a quarter! Hoooy boy!

Let's meet 26 more M.M.M.S. members!

John Upton
Watertown Conn.
Mark Orson
Seattle Wash.

Heather Russell
Memphis Tenn.
Burt Taylor
Memphis Tenn.
Franklyn
Bramley Lyon
Palm Springs
Mike Taub
Saratoga Springs N.Y.

Ed Trish
Fairfield Va.
Richard Rogers
Baltimore Md.
Mike Ross
Cincinnati Pa.
Garry Rubin
Denver Colo.

Rodney Ramus
Los Angeles Calif.
Gary Ruben
Chicagoland Ill.
Chris Rust
Milwaukee Wisc.
David Ustrowski
Racine Wisc.

Aron Rubin
Denver Colo.
N. J. N. N. N.
Baltimore Md.
Pat O'Connell
Bronx N.Y.
Tom Valentine
Cumberland Md.

Frank Valenti
Denver Colo.
Sue Richardson
Newport Jort.
Mike Tress
M. Beigen N.J.
Steve Tripp
San Pablo

Jeff Tanner
Spokane Ohio
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SNAPPING MARVEL PENCIL...A
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THE HULK			IRON MAN		
AVENGERS			THOR		

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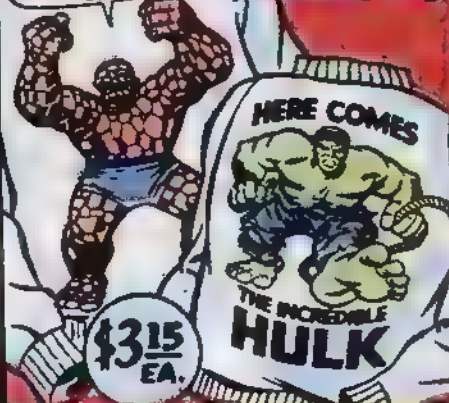
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Dear Stan, Roy, and Don,

Much as I hate to do it, I've got to point out a minor mistake which you made in X-MEN #36. On page 8, the X-Men's Rolls-Royce is towed away because it was parked in front of a fire hydrant. Cyke says that a sign hid the sign from their view, but in the lower left hand panel, the hydrant is in front of the sign (the sign with the writing on it, unless it's a blank sign), making it possible for them to have seen it in the first place. However, in the next panel, the hydrant is behind the sign on the opposite side. How did it get there? Did it get up and walk around the sign? As I said, it's a minor mistake. This is told just to keep America's #1 comics group on its toes. Keep up the good work, and don't rest on your laurels, no matter how great they are!

Robert Thuotte, 35 Vernon St.
Haverhill, Mass. 01830

Don't worry, Bob! If we rested on our laurels, we'd probably get a case of poison ivy — and we don't have any calamine lotion around! As for the runaway fire hydrant, the fact of the matter is that it actually did move! We just didn't think anyone would notice! But, just because you were so close to catching one of our unanimous boo-boos, we're gonna send you a fire inspector-approved no-prize! While you're anxiously awaiting its arrival, though, watch out for those fire-hydrants in Haverhill! In this day and age, you never know who — or what — might snatch your Marvels!



Dear Stan, Roy, and Don,

Member #2949 of the M M M S. signing in. I'm not too good at opening lines, so I'll get to the point. How do the Angel's big wings fit through the little slits in the back of his uniform?? Also, how do you pronounce the Mandarin's name — MANDarin or MandARin? Well, time for me to split. 'Nuff said!

Doug Nikkel, 43 Rainbow Dr.
Humboldt, Iowa

We hope so, tiger — 'cause we're not sure we have an answer for your curve ball on the Angel's threads! How about if his costume is made out of the same material as bluishin' Ben Grimm's favorite stretch socks? Oh well, we tried! We can tell you profoundly, however, that Mandy's name is pronounced with the accent on the first syllable — and if you don't believe us, you can ask Rascally Roy (he used to be an English teacher and he knows — we hope)!

Dear Stan, Roy, and Don,

Your villain, Mekano, in X-MEN #36 was really a love-starved child who wanted his rich old man to notice him. (By the way, this is just a rundown for the people who

didn't purchase this issue.) He swipes a zoot-suit from the University of Marvel, Forbushland; he then sets out to destroy his father's library because all the books are clean, and a whole wing wasn't dedicated to the better works of Marvel. The X-Men spoil his fun and at the end he falls, but is saved by Marvel Girl's nutty power. Before he can be arrested his father recognizes him by his voice, and Mekano confesses that he's love-starved and wishes his dad would treat him like Aunt May treats Peter Parker. Just before they walk arm-in-arm into the sunset, he gives the X-Men the cabbage (they intend to sneak into Europe as a salad) to fly to Central Europe after Factor Three. The various sub plots were good. That's the story!

Lewis Flock, 893 1/2 Oswego St.
Sunland, Cal.

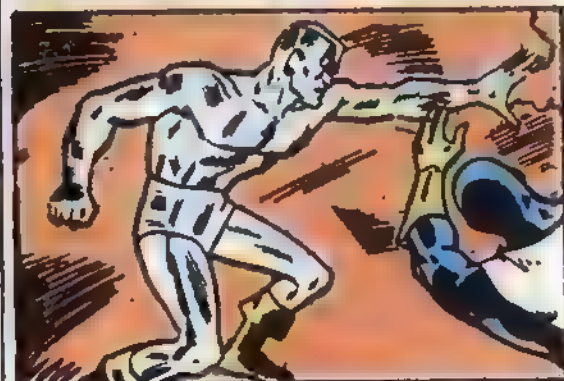
And we have to admit it sounds just a bit familiar, Lew — especially the part about the cabbage! As a matter of fact, your ingenious interpretation only lacks a couple of things — oil and vinegar! 'Nuff said!

Dear Stan, Roy, and Don,

I've been collecting Marvel Comics for some time now. I find the months don't come around quickly enough for a new issue of X-MEN to arrive at my newsagent. I live in Australia and have just received my latest issue — #33. As you can see, it is always two months behind your deliveries in America. I thought the cover of #32 was beautiful. I enjoy your adventures very much and find all your characters most exciting. Although you say there are a few holdouts who are vacationing in Siberia and don't appear to wish to join the M M M S, I can assure you that I, for one, am not one of these. It would be one of my greatest thrills to become a member. In closing, I would like to wish the members of the M M M S. every success.

Jon Hay, 76 Grace Ave., French's Forest
Sydney, 3088, Australia

And we'd like to wish the same to you and all our other rollickin' readers in the Land Down Under, Jonny boy! In fact, out of the goodness of our sneaky little hearts, we're sending you one of our ever-lovin' M M M S kits posthaste! Who knows, you may even go so ape over it that you'll rush right out and recruit another few thousand lost souls to come on over to the Marvel side! There! Who says this isn't the Marvel Age of Subtle Hints? Besides, we can use the money!



Dear Stan, Roy, and Don,

That does it! Enough! I've read a few times in your letters pages how you wanted to get Scotty some contact

Now hear this! Please keep all letters no longer than ONE PAGE! Have mercy, mellow ones!

lenses. But you always put it off with the argument that Scott couldn't put them on. Well, your problems are solved. Professor X could build Scotty a special room, right off his own, covered with the same stuff that protects Scott's glasses. That way all Scotty would have to do is go in, put on his specially made contacts, and come on out — in style! I wear contacts and think they're fabulous! By the way, what color are his eyes? Grey, I hope, as it means wisdom.

Connie Sheehand, 255 Union St.
Bangor, Me. 04401

Maybe so, but we have a hunch ol' Cyke does okay in the brains department even though his peepers are brown — and, if you don't believe it, you oughtta see the hole he blasted in the wall when we yanked off his specs to take a peak! As for him wearing contacts, you still haven't quite solved the problem! Sure, it's easy enough to protect others from his optic blasts — but what's gonna happen to his pinkies when he tries to put the lenses in? Thanks for trying anyway, pussy-cat — and don't give up hope! After all, when you swing in the Marvel Generation, *anything* can happen — and usually does!



Dear Stan, Roy, and Ross,

Ross Andru's pencils were excellent with Don Heck's inks. Don made the figures seem more lifelike, and his inking gave the pencils a remarkable resemblance to Don's own style. I was glad to hear that my favorite artist, Don Heck, will pencil the next issue. X-MEN #37 was tremendous. I was glad to see some of the X-Men's old foes back. I'm sure Roy can dream up countless more new mutant baddies like the Changeling and the Mutant-Master. The cover was reminiscent of some of the first few X-Men covers. You can bet I'll get the next issue, if only to find out how my favorite mutants defeat Factor Three's plan to destroy us mere homo sapiens, and, especially, to see the first of your five-page origins of the fab X-Men illustrated by wondrous Werner Roth.

Richard Struempfer, 9221 Lillian Lane
Thornton, Colo. 80229

And, now that you've seen the beginning of that stunning new series, what do you think of it, Dick? Although the mail is just starting to trickle in, we have a hunch that Roy and Werner are gonna have a real *smasheroo* on their hands — and with talent like that on the creative end, how can it miss? Oh, we almost forgot that, although Dashin' Don has moved over to SPIDER-MAN, gorgeous George Tuska's doing a bang-

up job on our favorite merry mutants these days — so don't forget to let us know what you think of him! Deal? Deal!



Dear Stan, Roy, and Don,

I think the time has come for you to decide — shall the X-Men revert back to their former selves, a youthful, unrewarded group of crimefighters? Because the alternative is death! Marvel was founded on the unexpected — surprise. Thank goodness it has held to this. Unfortunately, one mag might be slowly dying. By that I mean I can predict, with a degree of certainty, what will be in the next issue — Factor Three and some dumpy villain who can hardly make it through one issue. You seem to sense this death — you've been trying to breathe life into the X-Men by guest-starring Spidey and Dr. Strange. It is incidental whether or not you kill Factor Three in the next few issues — Factor Four would probably take its place. Evil organizations attempting world takeovers are fine, for a time. Formerly Marvel had many "underdog" heroes; now there are none. Give us some of those old masterpieces — the Sentinels, Lucifer, and the old Unus. Over the past four issues we've seen so many different artists. A change now and then is fine, but not every month. Please don't let the X-Men die. Make them real. Marvel is mortal — they make mistakes — but nobody's better! Maybe I'm just a lone voice echoing from Minnesota. I hope the rest of Marveldom will express their opinion.

Ken Jensen, 3017 W. 97 St.
Bloomington, Minn. 55431

You can be sure they will, Ken — but we hope they'll go easier on us than you did! Sheesh! And we thought all along we were a pretty Marvelous gang of mutant masters! Tell you what, though — since you've shattered our senses with the news that we're merely mortal, we'll carefully consider your cogent comments — as soon as we dry our eyes!

NEXT ISH: If you thought *Frankenstein's monster* was the maddest on the brute, savage strength scene — wait until our magniloquent mutants come face to face with GRO-TEST! And his demoniacal plot of deadly destruction has to be the most unbelievably original since Honest Irv figured out a way to collect his paycheck! We'd tell you more, but this one truly defies description — so all we can say is, latch onto X-MEN #41! It's got everything that great mags are made of!

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Some of the People the Famous Artists Have Helped

Carl Koch was an 18 year old apprentice in a Chicago art studio when he enrolled. Today he prepares ads for such companies as General Motors and Firestone—has won five gold medals.

Howard Sanden of Minneapolis took the Course while still in high school. He is now a successful artist—last year he and his wife traveled through Europe and the Middle East on important art assignments.

Paul Sullivan enrolled at 14. His Famous Artists training helped him work his way through college.

Stan Bowen, father of three children, was trapped in a dull, low-paying job. By studying with FAS he

became a sought-after illustrator, has opened his own studio.

With Famous Artists training Rosemary Roberts was hired by a top department store as an artist—with a big chance to advance.

Oregon housewife Helen Tryk lives 150 miles from the nearest big city. But she does fashion illustration, has her own studio, runs an art workshop, does portraits.

A Plan to Help Others

It started over 18 years ago when a group of America's most successful artists—men like Albert Dorne, Norman Rockwell, Jon Whitcomb, Al Parker and Stevan Dohanos—met in New York City. They knew that all over America there were people who liked to draw who could be turned

into good artists. Albert Dorne asked, “Why can't we give these people the training they need—including all the trade secrets and know-how we've learned over the years?”

He suggested a new kind of art school—a home study art school—that would give talented people the best professional art training, no matter where they live.

The famous artists agreed. Taking time from their busy careers, they created a remarkable series of art lessons covering every aspect of drawing and painting. They illustrated their lessons with over 5,000 “here's-how” illustrations. The lessons start from scratch and cover every skill a top artist needs. Finally, they developed a wonderful way to give each student personal correction and advice all through his training.

The famous artists with the School are not surprised at the success of their students. The opportunities open to successful artists today are enormous. The School continually gets calls from all over the country asking for practical well-trained students—not geniuses—who can step into full-time or part-time art jobs. And practical, thorough training is what the School offers.

Famous Artists Talent Test

To find others with art talent worth developing, the Famous Artists created a 12-page talent test. Thousands paid to take this test, but now the School offers and grades it free. Men and women who do well on the test—or offer other evidence of art talent—may enroll in the School. But there's no obligation. Simply mail the coupon below.

Famous Artists Schools Studio 5621, Westport, Conn.

I would like to find out whether I have art talent worth developing. Please send me, without obligation, your Famous Artists Talent Test and information about your courses.

Mr. } _____ Age _____
Mrs. } _____
Miss } ☐ Circle one and please print

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City _____

State _____ Zip _____

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